

B1 (Official Form 1)(1/08)

<b>United States Bankruptcy Court</b> <b>Southern District of Indiana, Indianapolis Division</b>				<b>Voluntary Petition</b>											
Name of Debtor (if individual, enter Last, First, Middle): <b>Perfect Line, Inc.</b>			Name of Joint Debtor (Spouse) (Last, First, Middle):												
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names): <b>DBA MOA Simulators, LLC; FKA Nascar Silicon Motor            Speedway; FKA Perfect Line, LLC</b>			All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):												
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all) <b>56-2282865</b>			Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all)												
Street Address of Debtor (No. and Street, City, and State): <b>8910 Purdue Road            Suite 480            Indianapolis, IN</b> <div style="text-align: right; font-size: small;">ZIP Code</div> <div style="text-align: center; border: 1px solid black; width: 100px; margin: 0 auto;"><b>46268</b></div>			Street Address of Joint Debtor (No. and Street, City, and State): <div style="text-align: right; font-size: small;">ZIP Code</div> <div style="text-align: center; border: 1px solid black; width: 100px; margin: 0 auto;"></div>												
County of Residence or of the Principal Place of Business: <b>Marion</b>			County of Residence or of the Principal Place of Business:												
Mailing Address of Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div> <div style="text-align: center; border: 1px solid black; width: 100px; margin: 0 auto;"></div>			Mailing Address of Joint Debtor (if different from street address): <div style="text-align: right; font-size: small;">ZIP Code</div> <div style="text-align: center; border: 1px solid black; width: 100px; margin: 0 auto;"></div>												
Location of Principal Assets of Business Debtor (if different from street address above): <b>Primary assets of the corporation consist of race car simulators which are located in various parts of the country</b>															
<b>Type of Debtor</b> (Form of Organization) (Check one box)  <input type="checkbox"/> Individual (includes Joint Debtors) <i>See Exhibit D on page 2 of this form.</i> <input checked="" type="checkbox"/> Corporation (includes LLC and LLP) <input type="checkbox"/> Partnership <input type="checkbox"/> Other (If debtor is not one of the above entities, check this box and state type of entity below.)		<b>Nature of Business</b> (Check one box)  <input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101 (51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other  <b>Tax-Exempt Entity</b> (Check box, if applicable) <input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).		<b>Chapter of Bankruptcy Code Under Which            the Petition is Filed</b> (Check one box)  <input type="checkbox"/> Chapter 7 <input type="checkbox"/> Chapter 9 <input checked="" type="checkbox"/> Chapter 11 <input type="checkbox"/> Chapter 12 <input type="checkbox"/> Chapter 13  <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Main Proceeding <input type="checkbox"/> Chapter 15 Petition for Recognition of a Foreign Nonmain Proceeding  <b>Nature of Debts</b> (Check one box)  <input type="checkbox"/> Debts are primarily consumer debts, defined in 11 U.S.C. § 101(8) as "incurred by an individual primarily for a personal, family, or household purpose." <input checked="" type="checkbox"/> Debts are primarily business debts.											
<b>Filing Fee</b> (Check one box)  <input checked="" type="checkbox"/> Full Filing Fee attached <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.			<b>Chapter 11 Debtors</b> Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).												
<b>Statistical/Administrative Information</b>  <input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.					THIS SPACE IS FOR COURT USE ONLY										
<b>Estimated Number of Creditors</b> <table style="width: 100%; font-size: small;"> <tr> <td><input type="checkbox"/> 1-49</td> <td><input type="checkbox"/> 50-99</td> <td><input checked="" type="checkbox"/> 100-199</td> <td><input type="checkbox"/> 200-999</td> <td><input type="checkbox"/> 1,000-5,000</td> <td><input type="checkbox"/> 5,001-10,000</td> <td><input type="checkbox"/> 10,001-25,000</td> <td><input type="checkbox"/> 25,001-50,000</td> <td><input type="checkbox"/> 50,001-100,000</td> <td><input type="checkbox"/> OVER 100,000</td> </tr> </table>						<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000	<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000
<input type="checkbox"/> 1-49	<input type="checkbox"/> 50-99	<input checked="" type="checkbox"/> 100-199	<input type="checkbox"/> 200-999	<input type="checkbox"/> 1,000-5,000		<input type="checkbox"/> 5,001-10,000	<input type="checkbox"/> 10,001-25,000	<input type="checkbox"/> 25,001-50,000	<input type="checkbox"/> 50,001-100,000	<input type="checkbox"/> OVER 100,000					
<b>Estimated Assets</b> <table style="width: 100%; font-size: small;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input checked="" type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>						<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input checked="" type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion
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<b>Estimated Liabilities</b> <table style="width: 100%; font-size: small;"> <tr> <td><input type="checkbox"/> \$0 to \$50,000</td> <td><input type="checkbox"/> \$50,001 to \$100,000</td> <td><input type="checkbox"/> \$100,001 to \$500,000</td> <td><input type="checkbox"/> \$500,001 to \$1 million</td> <td><input checked="" type="checkbox"/> \$1,000,001 to \$10 million</td> <td><input type="checkbox"/> \$10,000,001 to \$50 million</td> <td><input type="checkbox"/> \$50,000,001 to \$100 million</td> <td><input type="checkbox"/> \$100,000,001 to \$500 million</td> <td><input type="checkbox"/> \$500,000,001 to \$1 billion</td> <td><input type="checkbox"/> More than \$1 billion</td> </tr> </table>					<input type="checkbox"/> \$0 to \$50,000	<input type="checkbox"/> \$50,001 to \$100,000	<input type="checkbox"/> \$100,001 to \$500,000	<input type="checkbox"/> \$500,001 to \$1 million	<input checked="" type="checkbox"/> \$1,000,001 to \$10 million	<input type="checkbox"/> \$10,000,001 to \$50 million	<input type="checkbox"/> \$50,000,001 to \$100 million	<input type="checkbox"/> \$100,000,001 to \$500 million	<input type="checkbox"/> \$500,000,001 to \$1 billion	<input type="checkbox"/> More than \$1 billion	
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**Voluntary Petition**

(This page must be completed and filed in every case)

Name of Debtor(s):  
**Perfect Line, Inc.****All Prior Bankruptcy Cases Filed Within Last 8 Years** (If more than two, attach additional sheet)

Location Where Filed: <b>- None -</b>	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:

**Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor** (If more than one, attach additional sheet)

Name of Debtor: <b>- None -</b>	Case Number:	Date Filed:
District:	Relationship:	Judge:

**Exhibit A**

(To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)

☐ Exhibit A is attached and made a part of this petition.**Exhibit B**

(To be completed if debtor is an individual whose debts are primarily consumer debts.)

I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I delivered to the debtor the notice required by 11 U.S.C. §342(b).

**X** \_\_\_\_\_  
Signature of Attorney for Debtor(s) (Date)**Exhibit C**

Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?

☐ Yes, and Exhibit C is attached and made a part of this petition.☒ No.**Exhibit D**

(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)

☐ Exhibit D completed and signed by the debtor is attached and made a part of this petition.

If this is a joint petition:

☐ Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.**Information Regarding the Debtor - Venue**

(Check any applicable box)

- ☒ Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.
- ☐ There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.
- ☐ Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.

**Certification by a Debtor Who Resides as a Tenant of Residential Property**

(Check all applicable boxes)

- ☐
- Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)

\_\_\_\_\_  
(Name of landlord that obtained judgment)\_\_\_\_\_  
(Address of landlord)

- ☐ Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and
- ☐ Debtor has included in this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition.
- ☐ Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(l)).

**Voluntary Petition***(This page must be completed and filed in every case)*Name of Debtor(s):  
**Perfect Line, Inc.****Signatures****Signature(s) of Debtor(s) (Individual/Joint)**

I declare under penalty of perjury that the information provided in this petition is true and correct.

[If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7.

[If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. §342(b).

I request relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** \_\_\_\_\_  
Signature of Debtor

**X** \_\_\_\_\_  
Signature of Joint Debtor

\_\_\_\_\_  
Telephone Number (If not represented by attorney)

\_\_\_\_\_  
Date

**Signature of Attorney\***

**X** /s/ Gary Lynn Hostetler  
Signature of Attorney for Debtor(s)

Gary Lynn Hostetler 7791-49  
Printed Name of Attorney for Debtor(s)

HOSTETLER & KOWALIK, P.C.  
Firm Name

101 West Ohio Street  
Suite 2100  
Indianapolis, IN 46204

\_\_\_\_\_  
Address

317-262-1001 Fax: 317-262-1010  
Telephone Number

February 24, 2010  
Date

\*In a case in which § 707(b)(4)(D) applies, this signature also constitutes a certification that the attorney has no knowledge after an inquiry that the information in the schedules is incorrect.

**Signature of Debtor (Corporation/Partnership)**

I declare under penalty of perjury that the information provided in this petition is true and correct, and that I have been authorized to file this petition on behalf of the debtor.

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

**X** /s/ William R. Donaldson  
Signature of Authorized Individual

William R. Donaldson  
Printed Name of Authorized Individual

Chief Executive Officer  
Title of Authorized Individual

February 24, 2010  
Date

**Signature of a Foreign Representative**

I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition.

(Check only one box.)

☐ I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. §1515 are attached.

☐ Pursuant to 11 U.S.C. §1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.

**X** \_\_\_\_\_  
Signature of Foreign Representative

\_\_\_\_\_  
Printed Name of Foreign Representative

\_\_\_\_\_  
Date

**Signature of Non-Attorney Bankruptcy Petition Preparer**

I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached.

\_\_\_\_\_  
Printed Name and title, if any, of Bankruptcy Petition Preparer

\_\_\_\_\_  
Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.)(Required by 11 U.S.C. § 110.)

\_\_\_\_\_  
Address

**X** \_\_\_\_\_  
Date

Signature of Bankruptcy Petition Preparer or officer, principal, responsible person, or partner whose Social Security number is provided above.

Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual:

If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person.

*A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both 11 U.S.C. §110; 18 U.S.C. §156.*

B4 (Official Form 4) (12/07)

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

Following is the list of the debtor's creditors holding the 20 largest unsecured claims. The list is prepared in accordance with Fed. R. Bankr. P. 1007(d) for filing in this chapter 11 [or chapter 9] case. The list does not include (1) persons who come within the definition of "insider" set forth in 11 U.S.C. § 101, or (2) secured creditors unless the value of the collateral is such that the unsecured deficiency places the creditor among the holders of the 20 largest unsecured claims. If a minor child is one of the creditors holding the 20 largest unsecured claims, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

(1) <i>Name of creditor and complete mailing address including zip code</i>	(2) <i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	(3) <i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	(4) <i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	(5) <i>Amount of claim [if secured, also state value of security]</i>
MOAC Mall Holdings P.O. Box 1450 Minneapolis, MN 55485	MOAC Mall Holdings P.O. Box 1450 Minneapolis, MN 55485	Unpaid rent (Mall of America)		732,452.30
Simon Property Group 225 West Washington Street Indianapolis, IN 46204	Simon Property Group 225 West Washington Street Indianapolis, IN 46204	Unpaid rent (Mall of Georgia)		177,346.20
American Express P.O. Box 360001 Fort Lauderdale, FL 33336	American Express P.O. Box 360001 Fort Lauderdale, FL 33336	Credit cards used for business		155,000.00
Hoover Mall Limited LLC c/o Stephen A. Walsh 2100 3rd Avenue North, Suite 1100 Birmingham, AL 35203	Hoover Mall Limited LLC c/o Stephen A. Walsh 2100 3rd Avenue North, Suite 1100 Birmingham, AL 35203	Judgment- unpaid rent (Hoover Mall, Birmingham, Alabama)		101,000.00
Bose McKinney & Evans 111 Monument Circle Suite 2700 Indianapolis, IN 46204	Bose McKinney & Evans 111 Monument Circle Suite 2700 Indianapolis, IN 46204	Services rendered		83,900.74
Barnes & Thornburg 11 South Meridian Street Indianapolis, IN 46204-3535	Barnes & Thornburg 11 South Meridian Street Indianapolis, IN 46204-3535	Services rendered		81,402.69
Rich Wheeler 4203 Flintlock Lane Westlake Village, CA 91361	Rich Wheeler 4203 Flintlock Lane Westlake Village, CA 91361	Unpaid vacation pay and commissions		58,549.84
NASCAR P.O. Box 2875 Daytona Beach, FL 32120-2875	NASCAR P.O. Box 2875 Daytona Beach, FL 32120-2875	Lawsuit		56,489.45
DGI, Inc. 8910 Purdue Road Suite 480 Indianapolis, IN 46268	DGI, Inc. 8910 Purdue Road Suite 480 Indianapolis, IN 46268	Note		48,813.81
HJ & Associates 50 West Broadway Suite 600 Salt Lake City, UT 84101	HJ & Associates 50 West Broadway Suite 600 Salt Lake City, UT 84101	Services rendered		42,809.27

B4 (Official Form 4) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor(s)

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

(1)	(2)	(3)	(4)	(5)
<i>Name of creditor and complete mailing address including zip code</i>	<i>Name, telephone number and complete mailing address, including zip code, of employee, agent, or department of creditor familiar with claim who may be contacted</i>	<i>Nature of claim (trade debt, bank loan, government contract, etc.)</i>	<i>Indicate if claim is contingent, unliquidated, disputed, or subject to setoff</i>	<i>Amount of claim [if secured, also state value of security]</i>
Reliable Carriers, Inc. 453 Thorpe Road Orlando, FL 32824	Reliable Carriers, Inc. 453 Thorpe Road Orlando, FL 32824	Open account		42,628.48
MBNA P.O. Box 15731 Wilmington, DE 19886	MBNA P.O. Box 15731 Wilmington, DE 19886	Credit card used for business		33,728.09
Elan Motorsports Technologies, Inc. 1394 Broadway Ave. Braselton, GA 30517	Elan Motorsports Technologies, Inc. 1394 Broadway Ave. Braselton, GA 30517	Open account		28,426.10
JRM Licensing 349 Cayuga Drive Mooresville, NC 28117	JRM Licensing 349 Cayuga Drive Mooresville, NC 28117	Open account		24,000.00
George Cacoulidis 590 Madison Avenue 21st Floor New York, NY 10022	George Cacoulidis 590 Madison Avenue 21st Floor New York, NY 10022	Service rendered		22,740.00
Mark Horton 5259 Pit Road South Concord, NC 28027	Mark Horton 5259 Pit Road South Concord, NC 28027	Unpaid rent for warehouse space in Charlotte, North Carolina		20,585.00
Kinco Mercado 7060 Koll Center Parkway Suite 334 Pleasanton, CA 94566	Kinco Mercado 7060 Koll Center Parkway Suite 334 Pleasanton, CA 94566	Unpaid rent for office space in Santa Clara, California		19,090.66
MOAC Mall Holdings, LLC P.O. Box 1450 Minneapolis, MN 55485	MOAC Mall Holdings, LLC P.O. Box 1450 Minneapolis, MN 55485	Unpaid rent		18,000.00
Liquid Development, LLC 411 SW 2nd Avenue Suite 300 Portland, OR 97204	Liquid Development, LLC 411 SW 2nd Avenue Suite 300 Portland, OR 97204	Open account		15,900.00
Jay L. Gischer 943 San Rafael Avenue Mountain View, CA 94043	Jay L. Gischer 943 San Rafael Avenue Mountain View, CA 94043	Services rendered		15,180.00

B4 (Official Form 4) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor(s) \_\_\_\_\_

**LIST OF CREDITORS HOLDING 20 LARGEST UNSECURED CLAIMS**

(Continuation Sheet)

**DECLARATION UNDER PENALTY OF PERJURY  
ON BEHALF OF A CORPORATION OR PARTNERSHIP**

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing list and that it is true and correct to the best of my information and belief.

Date **February 24, 2010**

Signature **/s/ William R. Donaldson**  
**William R. Donaldson**  
**Chief Executive Officer**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**STATEMENT OF FINANCIAL AFFAIRS**

This statement is to be completed by every debtor. Spouses filing a joint petition may file a single statement on which the information for both spouses is combined. If the case is filed under chapter 12 or chapter 13, a married debtor must furnish information for both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed. An individual debtor engaged in business as a sole proprietor, partner, family farmer, or self-employed professional, should provide the information requested on this statement concerning all such activities as well as the individual's personal affairs. To indicate payments, transfers and the like to minor children, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112; Fed. R. Bankr. P. 1007(m).

Questions 1 - 18 are to be completed by all debtors. Debtors that are or have been in business, as defined below, also must complete Questions 19 - 25. **If the answer to an applicable question is "None," mark the box labeled "None."** If additional space is needed for the answer to any question, use and attach a separate sheet properly identified with the case name, case number (if known), and the number of the question.

*DEFINITIONS*

*"In business."* A debtor is "in business" for the purpose of this form if the debtor is a corporation or partnership. An individual debtor is "in business" for the purpose of this form if the debtor is or has been, within six years immediately preceding the filing of this bankruptcy case, any of the following: an officer, director, managing executive, or owner of 5 percent or more of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership; a sole proprietor or self-employed full-time or part-time. An individual debtor also may be "in business" for the purpose of this form if the debtor engages in a trade, business, or other activity, other than as an employee, to supplement income from the debtor's primary employment.

*"Insider."* The term "insider" includes but is not limited to: relatives of the debtor; general partners of the debtor and their relatives; corporations of which the debtor is an officer, director, or person in control; officers, directors, and any owner of 5 percent or more of the voting or equity securities of a corporate debtor and their relatives; affiliates of the debtor and insiders of such affiliates; any managing agent of the debtor. 11 U.S.C. § 101.

**1. Income from employment or operation of business**

None

☐

State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the **two years** immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT  
**\$28,499.14**

**\$1,921,410.43**

**\$3,119,535.87**

SOURCE  
**2010 YTD: Gross Receipts**  
**2009: Gross Receipts**  
**2008: Gross Receipts**



**2. Income other than from employment or operation of business**

None ☒ State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the **two years** immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT

SOURCE

**3. Payments to creditors**

None ☒ *Complete a. or b., as appropriate, and c.*

a. *Individual or joint debtor(s) with primarily consumer debts.* List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within **90 days** immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS  
OF CREDITORDATES OF  
PAYMENTS

AMOUNT PAID

AMOUNT STILL  
OWING

None ☒ b. *Debtor whose debts are not primarily consumer debts:* List each payment or other transfer to any creditor made within **90 days** immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,475. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and creditor counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR

DATES OF  
PAYMENTS/  
TRANSFERSAMOUNT  
PAID OR  
VALUE OF  
TRANSFERSAMOUNT STILL  
OWING

None ☒ c. *All debtors:* List all payments made within **one year** immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR AND  
RELATIONSHIP TO DEBTOR

DATE OF PAYMENT

AMOUNT PAID

AMOUNT STILL  
OWING**4. Suits and administrative proceedings, executions, garnishments and attachments**

None ☐ a. List all suits and administrative proceedings to which the debtor is or was a party within **one year** immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT  
AND CASE NUMBERNATURE OF PROCEEDING  
Complaint for Unpaid RentCOURT OR AGENCY  
AND LOCATION  
Marion County Small Claims  
Court, Pike Township  
Division, Indianapolis,  
IndianaSTATUS OR  
DISPOSITION  
JudgmentBlue Real Estate vs.  
Interactive Motorsports and  
Entertainment Co; Cause  
Number  
49K05-0908-SC-05589



CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
Dolphin Direct Equity Partners, LP and Race Car Simulation Corp. vs. Interactive Motorsports and Entertainment Corporation, Perfect Line, Inc., Race Car Simulators, Inc. and William Donaldson; 08 Civ. 1558 (RMB) (THK)	Complaint for Breach of Management Agreement and Breach of Non-Compete	United States District Court, Southern District of New York	Pending
Hoover Mall Limited, LLC vs. Perfect Line, Inc., et al.; Case No. CV-07-902961	Complaint for Damages for Breach of Settlement Agreement	In the Circuit Court of Jefferson County, Alabama	Judgment
National Association for Stock Car Racing, Inc. (NASCAR) vs. Perfect Line, Inc. and Interactive Motorsports and Entertainment Corp.; Case No. 2009 34122 CICI	Complaint for Damages for Breach of Settlement Agreement	Circuit Court of the Seventh Judicial Circuit, Volusia County, Florida	Pending
Universal Studios, LLC d/b/a Universal CityWalk Hollywood vs. Perfect Line, Inc, as successor in interest to Perfect Line, LLC; Case No. EC047339	Complaint for Damages	Superior Court of the State of California, County of Los Angeles	Judgment

None ☐ b. Describe all property that has been attached, garnished or seized under any legal or equitable process within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON FOR WHOSE BENEFIT PROPERTY WAS SEIZED	DATE OF SEIZURE	DESCRIPTION AND VALUE OF PROPERTY
Universal Studios, LLC 100 Universal City Plaza Universal City, CA 91608	December 1, 2009	\$10,274.49 seized from checking account at Huntington National Bank

#### 5. Repossessions, foreclosures and returns

None ☒ List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR OR SELLER	DATE OF REPOSSESSION, FORECLOSURE SALE, TRANSFER OR RETURN	DESCRIPTION AND VALUE OF PROPERTY
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#### 6. Assignments and receiverships

None ☒ a. Describe any assignment of property for the benefit of creditors made within **120 days** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF ASSIGNEE	DATE OF ASSIGNMENT	TERMS OF ASSIGNMENT OR SETTLEMENT
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- None ☒ b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CUSTODIAN	NAME AND LOCATION OF COURT CASE TITLE & NUMBER	DATE OF ORDER	DESCRIPTION AND VALUE OF PROPERTY
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**7. Gifts**

- None ☒ List all gifts or charitable contributions made within **one year** immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF PERSON OR ORGANIZATION	RELATIONSHIP TO DEBTOR, IF ANY	DATE OF GIFT	DESCRIPTION AND VALUE OF GIFT
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**8. Losses**

- None ☒ List all losses from fire, theft, other casualty or gambling within **one year** immediately preceding the commencement of this case **or since the commencement of this case**. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
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**9. Payments related to debt counseling or bankruptcy**

- None ☐ List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of the petition in bankruptcy within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYOR IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
HOSTETLER & KOWALIK, P.C. 101 West Ohio Street Suite 2100 Indianapolis, IN 46204	February 2010	\$20,000.00 plus \$1,039.00 filing fee
HOSTETLER & KOWALIK, P.C. 101 West Ohio Street Suite 2100 Indianapolis, IN 46204	November 16, 2009 - February 16, 2009	\$3,995.00
Bose McKinney & Evans 111 Monument Circle Suite 2700 Indianapolis, IN 46204	March 31, 2009 and June 6, 2009	\$5,056 total

**10. Other transfers**

- None ☒ a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within **two years** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF TRANSFEREE, RELATIONSHIP TO DEBTOR	DATE	DESCRIBE PROPERTY TRANSFERRED AND VALUE RECEIVED
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- None ☒ b. List all property transferred by the debtor within **ten years** immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

NAME OF TRUST OR OTHER DEVICE	DATE(S) OF TRANSFER(S)	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY OR DEBTOR'S INTEREST IN PROPERTY
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**11. Closed financial accounts**

- None ☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within **one year** immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF INSTITUTION	TYPE OF ACCOUNT, LAST FOUR DIGITS OF ACCOUNT NUMBER, AND AMOUNT OF FINAL BALANCE	AMOUNT AND DATE OF SALE OR CLOSING
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**12. Safe deposit boxes**

- None ☒ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within **one year** immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
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**13. Setoffs**

- None ☒ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within **90 days** preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
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**14. Property held for another person**

- None ☒ List all property owned by another person that the debtor holds or controls.

NAME AND ADDRESS OF OWNER	DESCRIPTION AND VALUE OF PROPERTY	LOCATION OF PROPERTY
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**15. Prior address of debtor**

- None ☐ If the debtor has moved within **three years** immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

ADDRESS	NAME USED	DATES OF OCCUPANCY
<b>5624 West 73rd Street Indianapolis, Indiana 46278</b>	<b>Debtor</b>	<b>2002 to February 2009</b>

**16. Spouses and Former Spouses**

- None ☐ If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within **eight years** immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

NAME

**17. Environmental Information.**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law

- None ☐ a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.

SITE NAME AND ADDRESS	NAME AND ADDRESS OF GOVERNMENTAL UNIT	DATE OF NOTICE	ENVIRONMENTAL LAW
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- None ☐ c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.

NAME AND ADDRESS OF GOVERNMENTAL UNIT	DOCKET NUMBER	STATUS OR DISPOSITION
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**18 . Nature, location and name of business**

- None ☐ a. *If the debtor is an individual*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within **six years** immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

*If the debtor is a partnership*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within **six years** immediately preceding the commencement of this case.

*If the debtor is a corporation*, list the names, addresses, taxpayer identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within **six years** immediately preceding the commencement of this case.

NAME	LAST FOUR DIGITS OF SOCIAL-SECURITY OR OTHER INDIVIDUAL TAXPAYER-I.D. NO. (ITIN)/ COMPLETE EIN	ADDRESS	NATURE OF BUSINESS	BEGINNING AND ENDING DATES
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None ☒ b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

NAME	ADDRESS
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The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within **six years** immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor or self-employed in a trade, profession, or other activity, either full- or part-time.

*(An individual or joint debtor should complete this portion of the statement **only** if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)*

#### 19. Books, records and financial statements

None ☐ a. List all bookkeepers and accountants who within **two years** immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

NAME AND ADDRESS  
**Ellen Oxley, Controller**  
**8910 Purdue Road**  
**Suite 480**  
**Indianapolis, IN 46268**

DATES SERVICES RENDERED  
**2001 to present**

**ADP Small Business Services**  
**3665 Priority Way South Drive**  
**Indianapolis, IN 46280**

**Payroll tax related; 2009 to Present**

**Paychex**  
**9393 Delegates Row**  
**Indianapolis, IN 46240**

**Payroll tax related; 2001-2009**

None ☒ b. List all firms or individuals who within the **two years** immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

NAME	ADDRESS	DATES SERVICES RENDERED
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None ☐ c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

NAME  
**Ellen Oxley, Controller**

ADDRESS  
**8910 Purdue Road**  
**Suite 480**  
**Indianapolis, IN 46268**

None ☐ d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within **two years** immediately preceding the commencement of this case.

NAME AND ADDRESS  
**Various Prospective Investors**

DATE ISSUED  
**Various prospective investors over the prior two (2) years**

**20. Inventories**

- None ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

DATE OF INVENTORY	INVENTORY SUPERVISOR	DOLLAR AMOUNT OF INVENTORY (Specify cost, market or other basis)
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- None ☒ b. List the name and address of the person having possession of the records of each of the two inventories reported in a., above.

DATE OF INVENTORY	NAME AND ADDRESSES OF CUSTODIAN OF INVENTORY RECORDS
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**21 . Current Partners, Officers, Directors and Shareholders**

- None ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

NAME AND ADDRESS	NATURE OF INTEREST	PERCENTAGE OF INTEREST
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- None ☐ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

NAME AND ADDRESS	TITLE	NATURE AND PERCENTAGE OF STOCK OWNERSHIP
<b>Interactive Motorsports &amp; Entertainment</b> <b>8910 Purdue Road</b> <b>Suite 480</b> <b>Indianapolis, IN 46268</b>		<b>100% shareholder</b>

**22 . Former partners, officers, directors and shareholders**

- None ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within **one year** immediately preceding the commencement of this case.

NAME	ADDRESS	DATE OF WITHDRAWAL
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- None ☐ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within **one year** immediately preceding the commencement of this case.

NAME AND ADDRESS	TITLE	DATE OF TERMINATION
<b>Phil Langholz</b> <b>1861 Ambassador Court</b> <b>Indianapolis, IN 46214</b>	<b>Vice President and Director of Stores</b>	<b>October 27, 2009</b>
<b>Rick Moncrief</b> <b>93 Mt. Hamilton Road</b> <b>Mount Hamilton, CA 95140</b>	<b>Vice-President/Engineering</b>	<b>October 27, 2009</b>

**23 . Withdrawals from a partnership or distributions by a corporation**

- None ☒ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during **one year** immediately preceding the commencement of this case.

NAME & ADDRESS OF RECIPIENT, RELATIONSHIP TO DEBTOR	DATE AND PURPOSE OF WITHDRAWAL	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
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**24. Tax Consolidation Group.**

None



If the debtor is a corporation, list the name and federal taxpayer identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within **six years** immediately preceding the commencement of the case.

NAME OF PARENT CORPORATION

**Interactive Motorsports and Entertainment Corp.**

TAXPAYER IDENTIFICATION NUMBER (EIN)

**35-2205637**

**25. Pension Funds.**

None



If the debtor is not an individual, list the name and federal taxpayer identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within **six years** immediately preceding the commencement of the case.

NAME OF PENSION FUND

TAXPAYER IDENTIFICATION NUMBER (EIN)



**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct to the best of my knowledge, information and belief.

Date **February 24, 2010**

Signature **/s/ William R. Donaldson**  
**William R. Donaldson**  
**Chief Executive Officer**

[An individual signing on behalf of a partnership or corporation must indicate position or relationship to debtor.]

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both. 18 U.S.C. §§ 152 and 3571*

B6 Summary (Official Form 6 - Summary) (12/07)

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **11**

**SUMMARY OF SCHEDULES**

Indicate as to each schedule whether that schedule is attached and state the number of pages in each. Report the totals from Schedules A, B, D, E, F, I, and J in the boxes provided. Add the amounts from Schedules A and B to determine the total amount of the debtor's assets. Add the amounts of all claims from Schedules D, E, and F to determine the total amount of the debtor's liabilities. Individual debtors must also complete the "Statistical Summary of Certain Liabilities and Related Data" if they file a case under chapter 7, 11, or 13.

NAME OF SCHEDULE	ATTACHED (YES/NO)	NO. OF SHEETS	ASSETS	LIABILITIES	OTHER
A - Real Property	<b>Yes</b>	<b>1</b>	<b>0.00</b>		
B - Personal Property	<b>Yes</b>	<b>4</b>	<b>147,943.84</b>		
C - Property Claimed as Exempt	<b>No</b>	<b>0</b>			
D - Creditors Holding Secured Claims	<b>Yes</b>	<b>12</b>		<b>2,793,106.42</b>	
E - Creditors Holding Unsecured Priority Claims (Total of Claims on Schedule E)	<b>Yes</b>	<b>5</b>		<b>100,214.19</b>	
F - Creditors Holding Unsecured Nonpriority Claims	<b>Yes</b>	<b>18</b>		<b>1,853,856.05</b>	
G - Executory Contracts and Unexpired Leases	<b>Yes</b>	<b>4</b>			
H - Codebtors	<b>Yes</b>	<b>4</b>			
I - Current Income of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
J - Current Expenditures of Individual Debtor(s)	<b>No</b>	<b>0</b>			<b>N/A</b>
Total Number of Sheets of ALL Schedules		<b>48</b>			
Total Assets			<b>147,943.84</b>		
Total Liabilities				<b>4,747,176.66</b>	

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **11**

**STATISTICAL SUMMARY OF CERTAIN LIABILITIES AND RELATED DATA (28 U.S.C. § 159)**

If you are an individual debtor whose debts are primarily consumer debts, as defined in § 101(8) of the Bankruptcy Code (11 U.S.C. § 101(8)), filing a case under chapter 7, 11 or 13, you must report all information requested below.

- ☐ Check this box if you are an individual debtor whose debts are NOT primarily consumer debts. You are not required to report any information here.

**This information is for statistical purposes only under 28 U.S.C. § 159.**

**Summarize the following types of liabilities, as reported in the Schedules, and total them.**

Type of Liability	Amount
Domestic Support Obligations (from Schedule E)	
Taxes and Certain Other Debts Owed to Governmental Units (from Schedule E)	
Claims for Death or Personal Injury While Debtor Was Intoxicated (from Schedule E) (whether disputed or undisputed)	
Student Loan Obligations (from Schedule F)	
Domestic Support, Separation Agreement, and Divorce Decree Obligations Not Reported on Schedule E	
Obligations to Pension or Profit-Sharing, and Other Similar Obligations (from Schedule F)	
TOTAL	

**State the following:**

Average Income (from Schedule I, Line 16)	
Average Expenses (from Schedule J, Line 18)	
Current Monthly Income (from Form 22A Line 12; OR, Form 22B Line 11; OR, Form 22C Line 20 )	

**State the following:**

1. Total from Schedule D, "UNSECURED PORTION, IF ANY" column		
2. Total from Schedule E, "AMOUNT ENTITLED TO PRIORITY" column		
3. Total from Schedule E, "AMOUNT NOT ENTITLED TO PRIORITY, IF ANY" column		
4. Total from Schedule F		
5. Total of non-priority unsecured debt (sum of 1, 3, and 4)		

B6A (Official Form 6A) (12/07)

In re Perfect Line, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE A - REAL PROPERTY**

Except as directed below, list all real property in which the debtor has any legal, equitable, or future interest, including all property owned as a cotenant, community property, or in which the debtor has a life estate. Include any property in which the debtor holds rights and powers exercisable for the debtor's own benefit. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor holds no interest in real property, write "None" under "Description and Location of Property."

**Do not include interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If an entity claims to have a lien or hold a secured interest in any property, state the amount of the secured claim. See Schedule D. If no entity claims to hold a secured interest in the property, write "None" in the column labeled "Amount of Secured Claim." If the debtor is an individual or if a joint petition is filed, state the amount of any exemption claimed in the property only in Schedule C - Property Claimed as Exempt.

Description and Location of Property	Nature of Debtor's Interest in Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption	Amount of Secured Claim
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None

Sub-Total >	<b>0.00</b>	(Total of this page)
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Total >	<b>0.00</b>
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(Report also on Summary of Schedules)

0 continuation sheets attached to the Schedule of Real Property

B6B (Official Form 6B) (12/07)

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

Except as directed below, list all personal property of the debtor of whatever kind. If the debtor has no property in one or more of the categories, place an "x" in the appropriate position in the column labeled "None." If additional space is needed in any category, attach a separate sheet properly identified with the case name, case number, and the number of the category. If the debtor is married, state whether husband, wife, both, or the marital community own the property by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the debtor is an individual or a joint petition is filed, state the amount of any exemptions claimed only in Schedule C - Property Claimed as Exempt.

**Do not list interests in executory contracts and unexpired leases on this schedule. List them in Schedule G - Executory Contracts and Unexpired Leases.**

If the property is being held for the debtor by someone else, state that person's name and address under "Description and Location of Property." If the property is being held for a minor child, simply state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
1. Cash on hand	<b>X</b>			
2. Checking, savings or other financial accounts, certificates of deposit, or shares in banks, savings and loan, thrift, building and loan, and homestead associations, or credit unions, brokerage houses, or cooperatives.		<b>Checking account at Huntington National Bank (account has negative balance)</b>	-	<b>0.00</b>
3. Security deposits with public utilities, telephone companies, landlords, and others.		<b>Security deposit for corporate offices (Indianapolis, Indiana ) held by landlord</b>	-	<b>2,289.00</b>
		<b>Security deposit held by landlord for office space in Santa Clara, California</b>	-	<b>1,941.84</b>
		<b>Security deposit held by landlord for warehouse space (Charlotte, North Carolina)</b>	-	<b>1,750.00</b>
		<b>Utility deposit held by the City of Santa Clara, California</b>	-	<b>750.00</b>
4. Household goods and furnishings, including audio, video, and computer equipment.	<b>X</b>			
5. Books, pictures and other art objects, antiques, stamp, coin, record, tape, compact disc, and other collections or collectibles.	<b>X</b>			
6. Wearing apparel.	<b>X</b>			
7. Furs and jewelry.	<b>X</b>			
8. Firearms and sports, photographic, and other hobby equipment.	<b>X</b>			

Sub-Total > **6,730.84**  
(Total of this page)

3 continuation sheets attached to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re Perfect Line, Inc.

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
9. Interests in insurance policies. Name insurance company of each policy and itemize surrender or refund value of each.	<b>X</b>			
10. Annuities. Itemize and name each issuer.	<b>X</b>			
11. Interests in an education IRA as defined in 26 U.S.C. § 530(b)(1) or under a qualified State tuition plan as defined in 26 U.S.C. § 529(b)(1). Give particulars. (File separately the record(s) of any such interest(s). 11 U.S.C. § 521(c).)	<b>X</b>			
12. Interests in IRA, ERISA, Keogh, or other pension or profit sharing plans. Give particulars.	<b>X</b>			
13. Stock and interests in incorporated and unincorporated businesses. Itemize.	<b>X</b>			
14. Interests in partnerships or joint ventures. Itemize.	<b>X</b>			
15. Government and corporate bonds and other negotiable and nonnegotiable instruments.	<b>X</b>			
16. Accounts receivable.		<b>Various accounts receivable (debtor considers approximately 30% of such accounts to be uncollectible)</b>	<b>-</b>	<b>111,713.00</b>
17. Alimony, maintenance, support, and property settlements to which the debtor is or may be entitled. Give particulars.	<b>X</b>			
18. Other liquidated debts owed to debtor including tax refunds. Give particulars.	<b>X</b>			
19. Equitable or future interests, life estates, and rights or powers exercisable for the benefit of the debtor other than those listed in Schedule A - Real Property.	<b>X</b>			

Sub-Total > **111,713.00**  
(Total of this page)

Sheet 1 of 3 continuation sheets attached  
to the Schedule of Personal Property

B6B (Official Form 6B) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
20. Contingent and noncontingent interests in estate of a decedent, death benefit plan, life insurance policy, or trust.	<b>X</b>			
21. Other contingent and unliquidated claims of every nature, including tax refunds, counterclaims of the debtor, and rights to setoff claims. Give estimated value of each.	<b>X</b>			
22. Patents, copyrights, and other intellectual property. Give particulars.		<b>Patent for hydraulic motion platform</b>	-	<b>Undetermined</b>
		<b>Patent for software related to race simulation broadcast display</b>	-	<b>Undetermined</b>
23. Licenses, franchises, and other general intangibles. Give particulars.		<b>Software source code</b>	-	<b>Undetermined</b>
24. Customer lists or other compilations containing personally identifiable information (as defined in 11 U.S.C. § 101(41A)) provided to the debtor by individuals in connection with obtaining a product or service from the debtor primarily for personal, family, or household purposes.	<b>X</b>			
25. Automobiles, trucks, trailers, and other vehicles and accessories.		<b>15' covered trailer</b>	-	<b>1,500.00</b>
26. Boats, motors, and accessories.	<b>X</b>			
27. Aircraft and accessories.	<b>X</b>			
28. Office equipment, furnishings, and supplies.		<b>Miscellaneous office furniture, equipment and supplies</b>	-	<b>2,000.00</b>
29. Machinery, fixtures, equipment, and supplies used in business.	<b>X</b>			
30. Inventory.		<b>Miscellaneous parts for simulators</b>	-	<b>5,000.00</b>
31. Animals.	<b>X</b>			
32. Crops - growing or harvested. Give particulars.	<b>X</b>			

Sub-Total > **8,500.00**  
(Total of this page)

Sheet **2** of **3** continuation sheets attached  
to the Schedule of Personal Property



B6B (Official Form 6B) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE B - PERSONAL PROPERTY**

(Continuation Sheet)

Type of Property	N O N E	Description and Location of Property	Husband, Wife, Joint, or Community	Current Value of Debtor's Interest in Property, without Deducting any Secured Claim or Exemption
33. Farming equipment and implements.	<b>X</b>			
34. Farm supplies, chemicals, and feed.	<b>X</b>			
35. Other personal property of any kind not already listed. Itemize.		<b>Two (2) Dale Earnhardt show cars</b>	-	<b>15,000.00</b>
		<b>Six (6) miscellaneous show cars</b>	-	<b>6,000.00</b>
		<b>Seventy-four (74) race car simulators (all simulators have liens attached)</b>	-	<b>Undetermined</b>

Sub-Total >	<b>21,000.00</b>
(Total of this page)	
Total >	<b>147,943.84</b>

(Report also on Summary of Schedules)

Sheet **3** of **3** continuation sheets attached  
to the Schedule of Personal Property

B6D (Official Form 6D) (12/07)

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number of all entities holding claims secured by property of the debtor as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. List creditors holding all types of secured interests such as judgment liens, garnishments, statutory liens, mortgages, deeds of trust, and other security interests.

List creditors in alphabetical order to the extent practicable. If a minor child is a creditor, the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m). If all secured creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor", include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H", "W", "J", or "C" in the column labeled "Husband, Wife, Joint, or Community".

If the claim is contingent, place an "X" in the column labeled "Contingent". If the claim is unliquidated, place an "X" in the column labeled "Unliquidated". If the claim is disputed, place an "X" in the column labeled "Disputed". (You may need to place an "X" in more than one of these three columns.)

Total the columns labeled "Amount of Claim Without Deducting Value of Collateral" and "Unsecured Portion, if Any" in the boxes labeled "Total(s)" on the last sheet of the completed schedule. Report the total from the column labeled "Amount of Claim" also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report the total from the column labeled "Unsecured Portion" on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding secured claims to report on this Schedule D.

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>07/2006</b>					
<b>William Behrens</b> <b>44 Gramercy Park North</b> <b>Apt. 13C</b> <b>New York, NY 10013</b>	<b>X</b>	-	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>35,260.33</b>	<b>Undetermined</b>
Account No.			<b>05/01/2007</b>					
<b>O. Howard Davidsmeyer</b> <b>5159 Riverwood Avenue</b> <b>Sarasota, FL 34231</b>	<b>X</b>	-	<b>Note and Security Agreement</b>  <b>Two (2) simulators located at Jordan Creek Mall, West Des Moines, Iowa, see attached Exhibit "D"</b>					
			Value \$ <b>Undetermined</b>				<b>85,500.00</b>	<b>Undetermined</b>
Account No.			<b>03/2003</b>					
<b>William R. Donaldson</b> <b>1530 Woodlake Court</b> <b>Carmel, IN 46032</b>	<b>X</b>	-	<b>Note and Security Agreement</b>  <b>Thirty-nine (39) simulators identified on attached Exhibit "A"</b>					
			Value \$ <b>Undetermined</b>				<b>56,564.51</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Michael Duboff</b> <b>1775 New York Avenue, Apt. 30B</b> <b>New York, NY 10128</b>	<b>X</b>	-	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>75,582.39</b>	<b>Undetermined</b>
Subtotal (Total of this page)							<b>252,907.23</b>	<b>0.00</b>

7 continuation sheets attached

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			<b>10/2007</b>					
<b>Michael Duboff</b> <b>1775 New York Avenue, Apt. 30B</b> <b>New York, NY 10028</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on</b> <b>attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,373.66</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>David Eisenberg</b> <b>88 Deep Wood Road</b> <b>Bedford, NY 10506</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on</b> <b>attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>39,789.09</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>David Eisenberg</b> <b>88 Deep Wood Road</b> <b>Bedford, NY 10506</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on</b> <b>attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,405.66</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Steve Eisenberg</b> <b>145 West 67th Street, Apt. 39C</b> <b>New York, NY 10023</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on</b> <b>attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>75,362.82</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>Steve Eisenberg</b> <b>145 West 67th Street, Apt. 39C</b> <b>New York, NY 10023</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on</b> <b>attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,405.66</b>	<b>Undetermined</b>
Subtotal							<b>179,336.89</b>	<b>0.00</b>
(Total of this page)								

Sheet **1** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>10/2005</b>					
<b>Anna Lee Hampton</b> <b>265 Turbo Drive</b> <b>Boone, NC 28607</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>2,300.00</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Tommy Joe Hampton, Jr.</b> <b>130 Crestmoor Drive</b> <b>Boone, NC 28607</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>10,350.00</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Ogden M. Hampton</b> <b>P.O. Box 1726</b> <b>Boone, NC 28607</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>14,375.00</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Tommy Joe Hampton, Sr.</b> <b>265 Turbo Drive</b> <b>Boone, NC 28607</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>10,260.00</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Christina Hieber</b> <b>1316 Titania Lane</b> <b>Mc Lean, VA 22102</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>39,933.05</b>	<b>Undetermined</b>
Subtotal							<b>77,218.05</b>	<b>0.00</b>
(Total of this page)								

Sheet **2** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>102/007</b>					
<b>Christina Hieber</b> <b>1316 Titania Lane</b> <b>Mc Lean, VA 22102</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,404.28</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Jean Hieber</b> <b>314 Cambridge Avenue</b> <b>Garden City, NY 11530</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>247,201.78</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>Jean Hieber</b> <b>314 Cambridge Avenue</b> <b>Garden City, NY 11530</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>171,439.03</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Jennifer Hieber</b> <b>314 Cambridge Avenue</b> <b>Garden City, NY 11530</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>39,766.50</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>Jennifer Hieber</b> <b>314 Cambridge Avenue</b> <b>Garden City, NY 11530</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,406.25</b>	<b>Undetermined</b>
Subtotal							<b>501,217.84</b>	<b>0.00</b>
(Total of this page)								

Sheet **3** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.			<b>07/2006</b>					
<b>Harvey Jacobson</b> <b>400 7th Street, NW</b> <b>Washington, DC 20004</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on</b> <b>attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>39,782.16</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>Harvey Jacobson</b> <b>400 7th Street, NW</b> <b>Washington, DC 20004</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on</b> <b>attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>21,368.73</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Adam Janovic</b> <b>c/o Ingalls &amp; Snyder</b> <b>61 Broadway</b> <b>New York, NY 10006</b>	<b>-</b>		<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on</b> <b>attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>70,887.65</b>	<b>Undetermined</b>
Account No.			<b>10/2007</b>					
<b>Knight Family Trust</b> <b>Attn: Gary Knight</b> <b>48880 Eisenhower Drive</b> <b>La Quinta, CA 92253</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on</b> <b>attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>25,620.70</b>	<b>Undetermined</b>
Account No.			<b>07/2006</b>					
<b>Peter Kross</b> <b>c/o Leonard &amp; Company</b> <b>77 Kercheval Avenue</b> <b>Grosse Pointe, MI 48236</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Twenty (20) simulators identified on</b> <b>attached Exhibit "B"</b>					
			Value \$ <b>Undetermined</b>				<b>88,009.23</b>	<b>Undetermined</b>
Subtotal							<b>245,668.47</b>	<b>0.00</b>
(Total of this page)								

Sheet **4** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>10/2007</b>					
<b>Peter Kross c/o Leonard &amp; Company 77 Kercheval Avenue Grosse Pointe, MI 48236</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>85,362.24</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Nancy L. Leahy 1707 North 70th Street Milwaukee, WI 53213</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>28,750.00</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Lawrence M. Lux 5069 Kingswood Drive Carmel, IN 46033</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>46,400.00</b>	<b>Undetermined</b>
Account No.			<b>10/2005</b>					
<b>Philip Anderson Minor 537 Bentley Road Sugar Grove, NC 28679</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>16,250.00</b>	<b>Undetermined</b>
Account No.			<b>05/01/2007</b>					
<b>Phillip Anderson Minor 537 Bentley Road Sugar Grove, NC 28679</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Two (2) simulators located at Jordan Creek Mall, West Des Moines, Iowa; see attached Exhibit "D"</b>					
			Value \$ <b>Undetermined</b>				<b>12,500.00</b>	<b>Undetermined</b>
Subtotal							<b>189,262.24</b>	<b>0.00</b>
(Total of this page)								

Sheet **5** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims



B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

## SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS

(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community  DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
Account No.			<b>10/2007</b>					
<b>Peter S. Rawlings</b> <b>1610 Old Gulph Road</b> <b>Villanova, PA 19085</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Eight (8) simulators identified on attached Exhibit "C"</b>					
			Value \$ <b>Undetermined</b>				<b>25,620.70</b>	<b>Undetermined</b>
Account No.			<b>03/2003</b>					
<b>Ropart Asset Management Fund, LLC</b> <b>1 East Weaver</b> <b>Greenwich, CT 06831-5113</b>	<b>X</b>	<b>-</b>	<b>Note and Security Agreement</b>  <b>Thirty-nine (39) simulators identified on attached Exhibit "A"</b>					
			Value \$ <b>Undetermined</b>				<b>1,132,500.00</b>	<b>Undetermined</b>
Account No.			<b>2006</b>					
<b>Universal Studios, LLC</b> <b>100 Universal City Plaza</b> <b>Universal City, CA 91608</b>		<b>-</b>	<b>Consideration from Settlement Agreement</b>  <b>Two simulators identified as Serial Nos. 0001138 and 001139</b>					
			Value \$ <b>Undetermined</b>				<b>175,000.00</b>	<b>Undetermined</b>
Account No.								
<b>Universal Studios, LLC</b> <b>c/o Spiwak &amp; Iezza, LLP</b> <b>2660 Townsgate Road, Suite 530</b> <b>Westlake Village, CA 91361</b>			<b>Additional notice to:</b> <b>Universal Studios, LLC</b>				<b>Notice Only</b>	
			Value \$					
Account No.								
<b>Universal Studios, LLC</b> <b>c/o Bryan P. Cogswell</b> <b>P.O. Box 1030</b> <b>Bloomington, IN 47402-1030</b>			<b>Additional notice to:</b> <b>Universal Studios, LLC</b>				<b>Notice Only</b>	
			Value \$					
Subtotal (Total of this page)							<b>1,333,120.70</b>	<b>0.00</b>

Sheet **6** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured Claims

B6D (Official Form 6D) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE D - CREDITORS HOLDING SECURED CLAIMS**

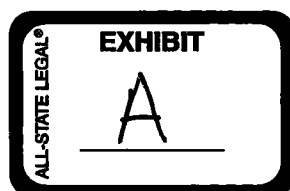
(Continuation Sheet)

CREDITOR'S NAME AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM WITHOUT DEDUCTING VALUE OF COLLATERAL	UNSECURED PORTION, IF ANY
			DATE CLAIM WAS INCURRED, NATURE OF LIEN, AND DESCRIPTION AND VALUE OF PROPERTY SUBJECT TO LIEN					
Account No.	X	-	<b>10/2005</b>					
<b>Lawrence Wilson</b> <b>1225 Blowing Rock Road</b> <b>Boone, NC 28607</b>			<b>Note and Security Agreement</b>  <b>Three (3) simulators identified as Serial</b> <b>Numbers 9910106, 9800726, and 980842</b>					
			Value \$ <b>Undetermined</b>				<b>14,375.00</b>	<b>Undetermined</b>
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					
Account No.								
			Value \$					

Sheet **7** of **7** continuation sheets attached to  
Schedule of Creditors Holding Secured ClaimsSubtotal  
(Total of this page)**14,375.00****0.00**Total  
(Report on Summary of Schedules)**2,793,106.42****0.00**

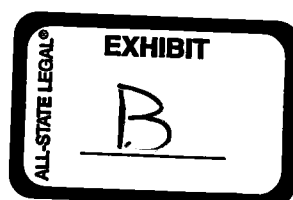
Ropart/Donaldson (39)

9803024  
991124  
981160  
981162  
981155  
981157  
7164  
502219  
503220  
505221  
502215  
9800738  
9800728  
9800736  
7160  
980841  
980844  
7174  
9803020  
9803023  
9803022  
9803014  
9803013  
970713  
501214  
502216  
9910101  
9910104  
990886  
990894  
990890  
990893  
9800729  
990888  
9800731  
980850  
9910108  
9800733  
9910100



NE Note 2006 (20)

0001142  
0001146  
0001144  
0001147  
0001137  
9912134  
9707005  
9707008  
9707001  
9707007  
9707006  
9707011  
9707004  
9707009  
9707010  
9707012  
9707003  
9707002  
0001143  
0001145



NE Note 2007 (8)

980849

980847

990889

7170

7176

990891

0001141

0001140



Lifestyle Note (2)

9803016

970714



In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

A complete list of claims entitled to priority, listed separately by type of priority, is to be set forth on the sheets provided. Only holders of unsecured claims entitled to priority should be listed in this schedule. In the boxes provided on the attached sheets, state the name, mailing address, including zip code, and last four digits of the account number, if any, of all entities holding priority claims against the debtor or the property of the debtor, as of the date of the filing of the petition. Use a separate continuation sheet for each type of priority and label each with the type of priority.

The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m).

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H-Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community." If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of claims listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all claims listed on this Schedule E in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules.

Report the total of amounts entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

Report the total of amounts not entitled to priority listed on each sheet in the box labeled "Subtotals" on each sheet. Report the total of all amounts not entitled to priority listed on this Schedule E in the box labeled "Totals" on the last sheet of the completed schedule. Individual debtors with primarily consumer debts report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured priority claims to report on this Schedule E.

**TYPES OF PRIORITY CLAIMS** (Check the appropriate box(es) below if claims in that category are listed on the attached sheets)☐ **Domestic support obligations**

Claims for domestic support that are owed to or recoverable by a spouse, former spouse, or child of the debtor, or the parent, legal guardian, or responsible relative of such a child, or a governmental unit to whom such a domestic support claim has been assigned to the extent provided in 11 U.S.C. § 507(a)(1).

☐ **Extensions of credit in an involuntary case**

Claims arising in the ordinary course of the debtor's business or financial affairs after the commencement of the case but before the earlier of the appointment of a trustee or the order for relief. 11 U.S.C. § 507(a)(3).

☒ **Wages, salaries, and commissions**

Wages, salaries, and commissions, including vacation, severance, and sick leave pay owing to employees and commissions owing to qualifying independent sales representatives up to \$10,950\* per person earned within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(4).

☐ **Contributions to employee benefit plans**

Money owed to employee benefit plans for services rendered within 180 days immediately preceding the filing of the original petition, or the cessation of business, whichever occurred first, to the extent provided in 11 U.S.C. § 507(a)(5).

☐ **Certain farmers and fishermen**

Claims of certain farmers and fishermen, up to \$5,400\* per farmer or fisherman, against the debtor, as provided in 11 U.S.C. § 507(a)(6).

☐ **Deposits by individuals**

Claims of individuals up to \$2,425\* for deposits for the purchase, lease, or rental of property or services for personal, family, or household use, that were not delivered or provided. 11 U.S.C. § 507(a)(7).

☒ **Taxes and certain other debts owed to governmental units**

Taxes, customs duties, and penalties owing to federal, state, and local governmental units as set forth in 11 U.S.C. § 507(a)(8).

☐ **Commitments to maintain the capital of an insured depository institution**

Claims based on commitments to the FDIC, RTC, Director of the Office of Thrift Supervision, Comptroller of the Currency, or Board of Governors of the Federal Reserve System, or their predecessors or successors, to maintain the capital of an insured depository institution. 11 U.S.C. § 507(a)(9).

☐ **Claims for death or personal injury while debtor was intoxicated**

Claims for death or personal injury resulting from the operation of a motor vehicle or vessel while the debtor was intoxicated from using alcohol, a drug, or another substance. 11 U.S.C. § 507(a)(10).

\* Amounts are subject to adjustment on April 1, 2010, and every three years thereafter with respect to cases commenced on or after the date of adjustment.



B6E (Official Form 6E) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

**Wages, salaries, and commissions**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
								AMOUNT ENTITLED TO PRIORITY
Account No.			to 10/27/2009					
Wayne Eells 103 East Bloomfield Lane Westfield, IN 46074	-		Unpaid vacation pay					0.00
							2,976.84	2,976.84
Account No.			to 10/27/2009					
Phil Langholz 1861 Ambassador Court Indianapolis, IN 46214	-		Unpaid vacation pay					0.00
							10,096.10	10,096.10
Account No.			to 10/27/2009					
Bert Lumpkin 503 West Kirk Street China Grove, NC 28023	-		Unpaid vacation pay					0.00
							7,038.45	7,038.45
Account No.								
Bert Lumpkin c/o North Carolina Department of Labor 1101 Mail Service Center NC 27669-1101			Additional notice to: Bert Lumpkin				Notice Only	
Account No.			to 10/27/2009					
Rick Moncrief 93 Mt. Hamilton Road Mount Hamilton, CA 95140	-		Unpaid wages					0.00
							1,920.00	1,920.00
Subtotal								0.00
(Total of this page)							22,031.39	22,031.39

Sheet **1** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

**Wages, salaries, and commissions**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.				to 10/27/2009					
<b>Sinda Schirra</b> <b>3005 Foxpoint Road</b> <b>Burnsville, MN 55337</b>		-		Unpaid commission					0.00
								1,590.96	1,590.96
Account No.				to 10/29/2009					
<b>Rich Wheeler</b> <b>4203 Flintlock Lane</b> <b>Westlake Village, CA 91361</b>		-		Unpaid vacation pay and commissions					0.00
								58,549.84	58,549.84
Account No.									
Account No.									
Account No.									
Subtotal									0.00
(Total of this page)								60,140.80	60,140.80

Sheet **2** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H U S B A N D W I F E J O I N T O R	H U S B A N D W I F E J O I N T O R	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.				2003					
Franchise Tax Board-State of California P.O. Box 942847 Sacramento, CA 94257		-		Franchise/Income Tax					0.00
								11,790.00	11,790.00
Account No.				2006					
Georgia Department of Revenue P.O. Box 105499 Atlanta, GA 30348		-		Franchise/Income Tax					0.00
								10.00	10.00
Account No.				2006					
Michigan Department of Treasury Department of 77569 P.O. Box 77000 Detroit, MI 48277		-		Franchise/Income Tax					0.00
								522.00	522.00
Account No.				2006					
Minnesota Dept. of Revenue P.O. Box 64622 Saint Paul, MN 55164-0622		-		Franchise/Income Tax					0.00
								250.00	250.00
Account No.				2006					
New York State Dept. Taxation Processing Unit P.O. Box 22094 Albany, NY 12201		-		Franchise/Income Tax					0.00
								1,086.00	1,086.00
Subtotal									0.00
(Total of this page)								13,658.00	13,658.00

Sheet **3** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6E (Official Form 6E) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE E - CREDITORS HOLDING UNSECURED PRIORITY CLAIMS**

(Continuation Sheet)

**Taxes and Certain Other Debts  
Owed to Governmental Units**

## TYPE OF PRIORITY

CREDITOR'S NAME, AND MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions.)	C O D E B O R	H W J C	Husband, Wife, Joint, or Community	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM	AMOUNT NOT ENTITLED TO PRIORITY, IF ANY
									AMOUNT ENTITLED TO PRIORITY
Account No.				2006					
Tennessee Dept. of Revenue State Office Building 500 Deaderick Street Nashville, TN 37242		-		Franchise/Income Tax					0.00
								4,184.00	4,184.00
Account No.				2006					
Utah State Tax Commission 210 North 1950 West Salt Lake City, UT 84134		-		Franchise/Income Tax					200.00
								200.00	0.00
Account No.									
Account No.									
Account No.									
Subtotal									200.00
(Total of this page)								4,384.00	4,184.00
Total									200.00
(Report on Summary of Schedules)								100,214.19	100,014.19

Sheet **4** of **4** continuation sheets attached to  
Schedule of Creditors Holding Unsecured Priority Claims

B6F (Official Form 6F) (12/07)

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

State the name, mailing address, including zip code, and last four digits of any account number, of all entities holding unsecured claims without priority against the debtor or the property of the debtor, as of the date of filing of the petition. The complete account number of any account the debtor has with the creditor is useful to the trustee and the creditor and may be provided if the debtor chooses to do so. If a minor child is a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. § 112 and Fed. R. Bankr. P. 1007(m). Do not include claims listed in Schedules D and E. If all creditors will not fit on this page, use the continuation sheet provided.

If any entity other than a spouse in a joint case may be jointly liable on a claim, place an "X" in the column labeled "Codebtor," include the entity on the appropriate schedule of creditors, and complete Schedule H - Codebtors. If a joint petition is filed, state whether the husband, wife, both of them, or the marital community may be liable on each claim by placing an "H," "W," "J," or "C" in the column labeled "Husband, Wife, Joint, or Community."

If the claim is contingent, place an "X" in the column labeled "Contingent." If the claim is unliquidated, place an "X" in the column labeled "Unliquidated." If the claim is disputed, place an "X" in the column labeled "Disputed." (You may need to place an "X" in more than one of these three columns.)

Report the total of all claims listed on this schedule in the box labeled "Total" on the last sheet of the completed schedule. Report this total also on the Summary of Schedules and, if the debtor is an individual with primarily consumer debts, report this total also on the Statistical Summary of Certain Liabilities and Related Data.

☐ Check this box if debtor has no creditors holding unsecured claims to report on this Schedule F.

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B T O R  H U S B A N D W I F E J O I N T C O M M U N I T Y	H U S B A N D W I F E J O I N T C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Ace-Air, Inc.</b> <b>6033 West 80th Street</b> <b>Indianapolis, IN 46278</b>	-		<b>to 02/17/2010</b> <b>Open account</b>				<b>939.00</b>
Account No.  <b>Cary Agajanian</b> <b>c/o Agajanian &amp; McFall</b> <b>346 North Larchmont Boulevard</b> <b>Los Angeles, CA 90040-3012</b>	-		<b>01/2010</b> <b>Personal loan</b>				<b>7,680.75</b>
Account No.  <b>Allied Electronics</b> <b>P.O. Box 2325</b> <b>Fort Worth, TX 76113</b>	-		<b>to 02/17/2010</b> <b>Open account</b>				<b>395.07</b>
Account No. <b>various</b>  <b>American Express</b> <b>P.O. Box 360001</b> <b>Fort Lauderdale, FL 33336</b>	-		<b>2008</b> <b>Credit cards used for business</b>				<b>155,000.00</b>
Subtotal (Total of this page)							<b>164,014.82</b>

17 continuation sheets attached

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>Ameripak</b> <b>P.O. Box 695</b> <b>Zionsville, IN 46077</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>151.00</b>
Account No.						
<b>Ameripride Services</b> <b>700 Industrial Boulevard</b> <b>Minneapolis, MN 55413</b>	-	<b>to 02/26/2010</b> <b>Open account</b>				<b>46.53</b>
Account No.						
<b>Barnes &amp; Thornburg</b> <b>11 South Meridian Street</b> <b>Indianapolis, IN 46204-3535</b>	-	<b>2008</b> <b>Services rendered</b>				<b>81,402.69</b>
Account No.						
<b>Blakeway Worldwide Panoramas</b> <b>12913 Pioneer Trail</b> <b>Eden Prairie, MN 55347</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>1,528.25</b>
Account No.						
<b>Blue Real Estate</b> <b>c/o Landman &amp; Beatty</b> <b>151 North Delaware Street</b> <b>Indianapolis, IN 46244</b>	-	<b>to 02/17/2010</b> <b>Judgment</b>				<b>6,450.00</b>
Sheet no. <u>1</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>89,578.47</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>Bose McKinney &amp; Evans</b> <b>111 Monument Circle</b> <b>Suite 2700</b> <b>Indianapolis, IN 46204</b>	-	<b>10/2009</b> <b>Services rendered</b>				<b>83,900.74</b>
Account No.						
<b>K. H. Bowers</b> <b>12135 Thicket Hill Circle</b> <b>Carmel, IN 46033</b>	-	<b>to 02/17/2010</b> <b>Consulting fee</b>				<b>3,100.00</b>
Account No.						
<b>Buckeye Power Sales Co., Inc.</b> <b>1229 Indy Place</b> <b>Indianapolis, IN 46214</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>213.59</b>
Account No.						
<b>Cabarrus County Tax Collector</b> <b>P.O. Box 580347</b> <b>Charlotte, NC 28258</b>	-	<b>to 01/2010</b> <b>Property taxes</b>				<b>1,691.55</b>
Account No.						
<b>George Cacoulidis</b> <b>590 Madison Avenue</b> <b>21st Floor</b> <b>New York, NY 10022</b>	-	<b>2009</b> <b>Service rendered</b>				<b>22,740.00</b>
Sheet no. <u>2</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>111,645.88</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.				
Account No.		<b>to 02/17/2010</b>				
<b>Michael Caudle</b> <b>3985 Highway 40 South</b> <b>Harrisburg, NC 28075</b>	-	<b>Storage fees</b>				<b>750.00</b>
Account No.		<b>to 01/2010</b>				
<b>City of Concord Tax Collector</b> <b>P.O. Box 580473</b> <b>Charlotte, NC 28258</b>	-	<b>Property taxes</b>				<b>1,127.70</b>
Account No.		<b>2009</b>				
<b>Covad Communications</b> <b>Department 33408</b> <b>P.O. Box 39000</b> <b>San Francisco, CA 94139</b>	-	<b>Potential liability arising out of termination of telephone service</b>				<b>1,560.00</b>
Account No.		<b>to 02/26/2010</b>				
<b>CT</b> <b>P.O. Box 4349</b> <b>Carol Stream, IL 60197-4349</b>	-	<b>Open account</b>				<b>278.00</b>
Account No.		<b>to 02/17/2010</b>				
<b>CT Corporation Sytems</b> <b>P.O. Box 4349</b> <b>Carol Stream, IL 60197-4349</b>	-	<b>Open account</b>				<b>1,620.00</b>
Sheet no. <u>3</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>5,335.70</b>



B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>D &amp; A Engineering</b> <b>13495 Monterey Road</b> <b>San Martin, CA 95046</b>	-	to 02/17/2010 Open account				4,590.95
Account No.  <b>Dale Earnhardt, Inc.</b> <b>1675 Coddle Creek Road</b> <b> Mooresville, NC 28115</b>	-	to 02/17/2010 Open account				750.00
Account No.  <b>The Dealey Group</b> <b>Attention: Percentage Advertising</b> <b>5944 Luther Lane, Suite 800</b> <b>Dallas, TX 75225</b>	-	to 02/17/2010 Open account				11,064.91
Account No.  <b>Delivra</b> <b>3755 East 82nd Street</b> <b>Suite 105</b> <b>Indianapolis, IN 46240</b>	-	to 02/17/2010 Open account				1,000.00
Account No.  <b>Dell Financial Services</b> <b>P.O. Box 5275</b> <b>Carol Stream, IL 60197</b>	-	2009 Credit card				8,154.21
Sheet no. <u>4</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>25,560.07</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>DGI, Inc.</b> <b>8910 Purdue Road</b> <b>Suite 480</b> <b>Indianapolis, IN 46268</b>		<b>12/31/2008</b> <b>Note</b>				<b>48,813.81</b>
Account No.  <b>Dolphin Direct Equity Partners</b> <b>c/o Hughes Hubbard &amp; Reed, LLP</b> <b>One Battery Park Plaza</b> <b>New York, NY 10004-1482</b>		<b>to 02/17/2010</b> <b>Lawsuit</b>				<b>Undetermined</b>
Account No.  <b>Dugan Realty</b> <b>75 Remittance Drive</b> <b>Chicago, IL 60675</b>		<b>02/2009</b> <b>Potential liability arising from lease of former</b> <b>business premises</b>				<b>3,537.25</b>
Account No.  <b>Elan Motorsports Technologies, Inc.</b> <b>1394 Broadway Ave.</b> <b>Braselton, GA 30517</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>28,426.10</b>
Account No.  <b>Fastenal</b> <b>P.O. Box 987</b> <b>Winona, MN 55987-0987</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>86.04</b>
Sheet no. <b>5</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>80,863.20</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Federal Express</b> <b>P.O. Box 94515</b> <b>Palatine, IL 60094-4515</b>		<b>to 02/17/2010</b> <b>Open account</b>  -				<b>144.81</b>	
Account No.  <b>Forumula K Family Fun Park</b> <b>P.O. Box 220</b> <b>54358 North Main Street</b> <b>Mattawan, MI 49071</b>		<b>to 02/17/2010</b> <b>Open account</b>  -				<b>950.00</b>	
Account No.  <b>Freightquote.com</b> <b>1495 Paysphere Circle</b> <b>Chicago, IL 60674</b>		<b>to 02/17/2010</b> <b>Open account</b>  -				<b>391.64</b>	
Account No.  <b>Jay L. Gischer</b> <b>943 San Rafael Avenue</b> <b>Mountain View, CA 94043</b>		<b>to 02/17/2010</b> <b>Services rendered</b>  -				<b>15,180.00</b>	
Account No.  <b>Global VR, Inc.</b> <b>2350 Zanker Road</b> <b>San Jose, CA 95131</b>		<b>to 02/17/2010</b> <b>Open account</b>  -				<b>276.06</b>	
Sheet no. <b>6</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>16,942.51</b>	

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			to 02/26/2010 Open account				1,543.53
Green Light Collectibles 2605 East 55th Place Indianapolis, IN 46220	-						
Account No.			2007 Services rendered				42,809.27
HJ & Associates 50 West Broadway Suite 600 Salt Lake City, UT 84101	-						
Account No.			2006 Judgment- unpaid rent (Hoover Mall, Birmingham, Alabama)				101,000.00
Hoover Mall Limited LLC c/o Stephen A. Walsh 2100 3rd Avenue North, Suite 1100 Birmingham, AL 35203	-						
Account No.			to 02/01/2010 Unpaid rent for warehouse space in Charlotte, North Carolina				20,585.00
Mark Horton 5259 Pit Road South Concord, NC 28027	-						
Account No.			to 02/17/2010 Open account				2,500.00
Ideation Design Group 3040 North 44th Street Suite 2 Phoenix, AZ 85018	-						
Sheet no. <u>7</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							168,437.80

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>Indianapolis Motor Speedway Attention: Accounting Department P.O. Box 24548 Indianapolis, IN 46224</b>	-	<b>to 02/17/2010 Open account</b>				<b>4,000.00</b>
Account No.						
<b>Jeff Hamilton Collection, Inc. 2340 Olympic Boulevard Los Angeles, CA 90021</b>	-	<b>to 02/17/2010 Open account</b>				<b>1,047.97</b>
Account No.						
<b>JRM Licensing 349 Cayuga Drive  Mooresville, NC 28117</b>	-	<b>to 02/17/2010 Open account</b>				<b>24,000.00</b>
Account No.						
<b>Kinco Mercado 7060 Koll Center Parkway Suite 334 Pleasanton, CA 94566</b>	-	<b>to 02/01/2010 Unpaid rent for office space in Santa Clara, California</b>				<b>19,090.66</b>
Account No.						
<b>Licensing Partners International, LLC 209 Interstate North Circle Suite 200 Atlanta, GA 30339</b>	-	<b>to 02/17/2010 Open account</b>				<b>250.00</b>
Sheet no. <u>8</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>48,388.63</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Lincoln Storage</b> <b>146 Lincoln Avenue</b> <b>Albany, NY 12205</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>375.00</b>
Account No.  <b>Liquid Development, LLC</b> <b>411 SW 2nd Avenue</b> <b>Suite 300</b> <b>Portland, OR 97204</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>15,900.00</b>
Account No.  <b>Loomis</b> <b>Department CH 10500</b> <b>Palatine, IL 60055-0500</b>	-	<b>to 02/26/2010</b> <b>Open account</b>				<b>447.93</b>
Account No.  <b>Lumasis</b> <b>P.O. Box 401</b> <b>Zionsville, IN 46077</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>45.00</b>
Account No.  <b>MBFARR, LLC</b> <b>93 Mt. Hamilton Road</b> <b>Mount Hamilton, CA 95140</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>5,827.78</b>
Sheet no. <b>9</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>22,595.71</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>MBNA</b> <b>P.O. Box 15731</b> <b>Wilmington, DE 19886</b>		-	<b>2008</b> <b>Credit card used for business</b>				<b>33,728.09</b>
Account No.  <b>Metal Supermarkets of Santa Cl</b> <b>2301 Industrial Parkway West</b> <b>Unit 4</b> <b>Hayward, CA 94545</b>		-	<b>to 02/17/2010</b> <b>Open account</b>				<b>51.70</b>
Account No.  <b>MOAC Mall Holdings</b> <b>P.O. Box 1450</b> <b>Minneapolis, MN 55485</b>		-	<b>2009</b> <b>Unpaid rent (Mall of America)</b>				<b>732,452.30</b>
Account No.  <b>MOAC Mall Holdings, LLC</b> <b>P.O. Box 1450</b> <b>Minneapolis, MN 55485</b>		-	<b>to 02/26/2010</b> <b>Unpaid rent</b>				<b>18,000.00</b>
Account No.  <b>NASCAR</b> <b>P.O. Box 2875</b> <b>Daytona Beach, FL 32120-2875</b>		-	<b>2009</b> <b>Lawsuit</b>				<b>56,489.45</b>
Sheet no. <u>10</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							<b>840,721.54</b>
Subtotal (Total of this page)							<b>840,721.54</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	D A T E C L A I M W A S I N C U R R E D A N D C O N S I D E R A T I O N F O R C L A I M. I F C L A I M I S S U B J E C T T O S E T O F F, S O S T A T E.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	A M O U N T O F C L A I M
Account No.							
<b>NASCAR</b> <b>c/o Wohlsifer &amp; Associates, P.A.</b> <b>1100 East Park Avenue, Suite B</b> <b>Tallahassee, FL 32301</b>			<b>Additional notice to:</b> <b>NASCAR</b>				<b>Notice Only</b>
Account No.			<b>to 02/17/2010</b> <b>Open account</b>				
<b>NASCAR Silicon Motor Speedway</b> <b>Mall of America</b> <b>352 South Avenue</b> <b>Minneapolis, MN 55425</b>	-						<b>136.07</b>
Account No.			<b>to 02/17/2010</b> <b>Open account</b>				
<b>Norta Cables, Inc.</b> <b>570 Gibraltar Drive</b> <b>Milpitas, CA 95035</b>	-						<b>1,966.72</b>
Account No.			<b>02/19/2010</b> <b>Credit card used for business</b>				
<b>Office Depot</b> <b>P.O. Box 8020</b> <b>Des Moines, IA 50368-9020</b>	-						<b>2,274.24</b>
Account No.			<b>to 02/01/2010</b> <b>Unpaid rent for corporate offices</b>				
<b>Office Scape</b> <b>1330 Win Hentschel Boulevard</b> <b>Suite 200</b> <b>West Lafayette, IN 47906</b>	-						<b>6,475.75</b>
Sheet no. <u>11</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							Subtotal (Total of this page)
							<b>10,852.78</b>



B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Park 100 Management Company</b> <b>P.O. Box 44237</b> <b>Indianapolis, IN 46244</b>		<b>02/2009</b> <b>Potential liability arising from lease of former business premises</b>				<b>6,450.00</b>	
Account No.  <b>Park 100 Management Company</b> <b>c/o Blue Real Estate</b> <b>Indianapolis, IN 46244</b>		<b>Additional notice to:</b> <b>Park 100 Management Company</b>				<b>Notice Only</b>	
Account No.  <b>Patsy Schultz</b> <b>Fort Bend Tax Assessor Collector</b> <b>1317 East Eugene Heimann Circle</b> <b>Richmond, TX 77469</b>		<b>2004-2005</b> <b>Personal property taxes</b>			<b>X</b>	<b>5,235.12</b>	
Account No.  <b>Paxton Van Lines of North Carolina-1614</b> <b>511 Johnson Road</b> <b>Charlotte, NC 28206</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>2,000.00</b>	
Account No.  <b>PCM-Fitch/Fitch, INC.</b> <b>P.O. Box 99969</b> <b>Chicago, IL 60696-7769</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>180.20</b>	
Sheet no. <b>12</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims <div style="float: right;">             Subtotal (Total of this page)           </div>							<b>13,865.32</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	H W J C	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>Penske Racing South, Inc.</b> <b>P.O. Box 500</b> <b>200 Penske Way</b> <b> Mooresville, NC 28115</b>		to 02/17/2010 Open account	-					3,540.00
Account No.  <b>Pitney Bowes</b> <b>P.O. Box 856390</b> <b>Louisville, KY 40285-6390</b>		to 02/17/2010 Open account	-					192.71
Account No.  <b>Max C. Pope, Jr.</b> <b>1929 Third Avenue</b> <b>Suite 750</b> <b>Birmingham, AL 35203</b>		2008 Services rendered	-					20.00
Account No.  <b>Public Storage</b> <b>4305 West 86th Street</b> <b>Indianapolis, IN 46268</b>		to 02/17/2010 Open account	-					80.00
Account No.  <b>Race Car Simulation Corp.</b> <b>c/o Hughes Hubbard &amp; Reed, LLP</b> <b>One Battery Park Plaza</b> <b>New York, NY 10004-1482</b>		to 02/17/10 Lawsuit	-					Undetermined
Sheet no. <u>13</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims								Subtotal (Total of this page) <b>3,832.71</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
		H W J C				
Account No.						
<b>Red Bull Racing</b> <b>Attention: Licensing Manager</b> <b>136 Knob Hill Road</b> <b> Mooresville, NC 28117</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>750.00</b>
Account No.						
<b>Redline Sports Marketing, Inc.</b> <b>13415 Reese Boulevard</b> <b>Huntersville, NC 28078</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>10,000.00</b>
Account No.						
<b>Register and Transfer Co.</b> <b>10 Commerce Drive</b> <b>Cranford, NJ 07016-3752</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>1,591.64</b>
Account No.						
<b>Reliable Carriers, Inc.</b> <b>453 Thorpe Road</b> <b>Orlando, FL 32824</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>42,628.48</b>
Account No.						
<b>Roush Racing</b> <b>4600 Roush Place</b> <b>Concord, NC 28027</b>	-	<b>to 02/17/2010</b> <b>Open account</b>				<b>5,000.00</b>
Sheet no. <u>14</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						
Subtotal (Total of this page)						<b>59,970.12</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	H U S B A N D, W I F E, J O I N T, O R C O M M U N I T Y	DATE CLAIM WAS INCURRED AND CONSIDERATION FOR CLAIM. IF CLAIM IS SUBJECT TO SETOFF, SO STATE.	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.			<b>2005</b>				
<b>Simon Property Group</b> <b>225 West Washington Street</b> <b>Indianapolis, IN 46204</b>	-		<b>Unpaid rent (Mall of Georgia)</b>				<b>177,346.20</b>
Account No.			<b>to 02/17/2010</b>				
<b>Sonaurai, LLC</b> <b>4946 Anna Drive</b> <b>San Jose, CA 95124</b>	-		<b>Open account</b>				<b>600.00</b>
Account No.			<b>to 02/17/2010</b>				
<b>Stor-Rite Self Storage</b> <b>6321 Spencer Highway</b> <b>Pasadena, TX 77505</b>	-		<b>Open account</b>				<b>890.00</b>
Account No.			<b>to 02/17/2010</b>				
<b>StorageOne</b> <b>2101 Rock Springs Drive</b> <b>Las Vegas, NV 89128</b>	-		<b>Open account</b>				<b>1,665.00</b>
Account No.			<b>to 02/17/2010</b>				
<b>Tabco</b> <b>P.O. Box 3400</b> <b>Terre Haute, IN 47803-0400</b>	-		<b>Open account</b>				<b>3,036.19</b>
Sheet no. <u>15</u> of <u>17</u> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims							
Subtotal (Total of this page)							<b>183,537.39</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>TelSpan</b> <b>101 West Washington Street</b> <b>Suite 1200 East</b> <b>Indianapolis, IN 46204-3413</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>178.92</b>
Account No.  <b>TigerDirect.com</b> <b>7795 West Flagler</b> <b>Miami, FL 33144</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>280.36</b>
Account No.  <b>Uncle Bob's Self Storage #310</b> <b>450 West Washington</b> <b>Florissant, MO 63031</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>2,883.84</b>
Account No.  <b>United Parcel Service</b> <b>P.O. Box 505820</b> <b>The Lakes, NV 88905-5820</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>2,911.97</b>
Account No.  <b>United Parcel Service</b> <b>Lockbox 577</b> <b>Carol Stream, IL 60132-0577</b>		<b>Additional notice to:</b> <b>United Parcel Service</b>				<b>Notice Only</b>
Sheet no. <b>16</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>6,255.09</b>

B6F (Official Form 6F) (12/07) - Cont.

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE F - CREDITORS HOLDING UNSECURED NONPRIORITY CLAIMS**

(Continuation Sheet)

CREDITOR'S NAME, MAILING ADDRESS INCLUDING ZIP CODE, AND ACCOUNT NUMBER (See instructions above.)	C O D E B O R	Husband, Wife, Joint, or Community	C O N T I N G E N T	U N L I Q U I D A T E D	D I S P U T E D	AMOUNT OF CLAIM
Account No.  <b>US Digital</b> <b>1400 NE 136th Avenue</b> <b>Vancouver, WA 98684</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>488.46</b>
Account No.  <b>Wincraft, Inc.</b> <b>P.O. Box 86</b> <b>Minneapolis, MN 55486-1806</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>30.99</b>
Account No.  <b>Windstream Concord Telephone</b> <b>P.O. Box 9001908</b> <b>Louisville, KY 40290</b>		<b>2009</b> <b>Potential liability arising out of termination of</b> <b>telephone service</b>				<b>592.86</b>
Account No.  <b>Yellow Pages, Inc.</b> <b>P.O. Box 60006</b> <b>Anaheim, CA 92812-6006</b>		<b>to 02/17/2010</b> <b>Open account</b>				<b>346.00</b>
Account No.  						
Sheet no. <b>17</b> of <b>17</b> sheets attached to Schedule of Creditors Holding Unsecured Nonpriority Claims						Subtotal (Total of this page) <b>1,458.31</b>
Total (Report on Summary of Schedules)						<b>1,853,856.05</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

Describe all executory contracts of any nature and all unexpired leases of real or personal property. Include any timeshare interests. State nature of debtor's interest in contract, i.e., "Purchaser", "Agent", etc. State whether debtor is the lessor or lessee of a lease. Provide the names and complete mailing addresses of all other parties to each lease or contract described. If a minor child is a party to one of the leases or contracts, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no executory contracts or unexpired leases.

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Bass Pro Shop 1935 South Campbell Springfield, MO 65807</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Shop I-12 and Range Avenue 175 Bass Pro Drive Denham Springs, LA 70726</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Shops 3501 Paxton Street Harrisburg, PA 17111</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Shops 951 East Lewis &amp; Clark Parkway Clarksville, IN 47129</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Store 17907 IH-10 West San Antonio, TX 78257</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Store 1133 Dodson Road Mesa, AZ 85201</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Store 7777 Victoria Gardens Lane Rancho Cucamonga, CA 91739</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Store 11550 Lakeridge Parkway Ashland, VA 23005</b>	<b>Revenue Sharing Agreement</b>
<b>Bass Pro Store 271 Rex Lake Road Leeds, AL 35094</b>	<b>Revenue Sharing Agreement</b>
<b>DCA-Exhibit Enterprises (for Dodge) 1400 SOuth Livernois Road Rochester, MI 48307</b>	<b>Maintenance and License Agreement</b>
<b>DCB-Exhibit Enterprises (for Dodge) 1400 SOuth Livernois Road Rochester, MI 48307</b>	<b>Maintenance and License Agreement</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Dreamworld Dreamworld Parkway Coomera Queensland, Australia 4209</b>	<b>Maintenance and License Agreement</b>
<b>Full Speed Race and Golf 5720 West Highway 192 Kissimmee, FL 34746</b>	<b>Maintenance and License Agreement</b>
<b>Fun City 3001 Winegard Drive Burlington, IA 52601</b>	<b>Maintenance and License Agreement</b>
<b>George P. Johnson &amp; Co. 3600 Giddings Road Auburn Hills, MI 48326</b>	<b>Maintenance and License Agreement</b>
<b>Mark Horton 5259 Pit Road South Concord, NC 28027</b>	<b>Lease for warehouse space in Charlotte, North Carolina</b>
<b>IET Soliders Recreation Center B Street Building 25722 Augusta, GA 30905</b>	<b>Maintenance and License Agreement</b>
<b>Incredible Pizza 5833 Northwest Expressway Oklahoma City, OK 73132</b>	<b>Revenue Sharing Agreement</b>
<b>Incredible Pizza 1201 Airport Freeway Suite 400 Euless, TX 76040</b>	<b>Revenue Sharing Agreement</b>
<b>Jillian's Indianapolis 141 South Meridian Street Indianapolis, IN 46225</b>	<b>Revenue Sharing Agreement</b>
<b>Key West Speedway 218 Whitehead Street Bay 5 &amp; 6 Key West, FL 33040</b>	<b>Maintenance and License Agreement</b>
<b>Kinco Mercado 7060 Koll Center Parkway Suite 334 Pleasanton, CA 94566</b>	<b>Lease for office space in Santa Carla, California</b>
<b>Mall of America 352 South Avenue Minneapolis, MN 55425</b>	<b>Lease for retail space</b>



In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>MB2 Raceway 13943 Balboa Boulevard Sylmar, CA 91342</b>	<b>Revenue Sharing Agreement</b>
<b>Miramar Speed Circuit 8123 Miralani Drive San Diego, CA 92126</b>	<b>Revenue Sharing Agreement and Maintenance and License Agreement</b>
<b>NASCAR Speed Park 1545 Parkway Sevierville, TN 37862</b>	<b>Revenue Sharing Agreement</b>
<b>NASCAR SpeedPark 1820 21st Avenue North Ext. Myrtle Beach, SC 29577</b>	<b>Revenue Sharing Agreement</b>
<b>NASCAR SpeedPark 8461-G1 Concord Mills Boulevard Concord, NC 28027</b>	<b>Revenue Sharing Agreement</b>
<b>NASCAR SpeekPark Vaughan Mills Mall Space ES 1 Bass Pro Mills Drive Vaughan Ontario CANADA L4K 5W4</b>	<b>Revenue Sharing Agreement</b>
<b>Office Scape 1330 Win Hentschel Boulevard Suite 200 West Lafayette, IN 47906</b>	<b>Lease for corporate offices in Indianapolis, Indiana</b>
<b>Prime Time Family Entertainment Center 4541 Loop 332 Abilene, TX 79602</b>	<b>Revenue Sharing Agreement</b>
<b>Ramada Inn 5000 Merle Hay Road Urbandale, IA 50322</b>	<b>Revenue Sharing Agreement and Maintenance and License Agreement</b>
<b>Scheels 1200 Scheels Drive Sparks, NV 89434</b>	<b>Maintenance and License Agreement</b>
<b>Scheels 1551 45th Street SW Fargo, ND 58108</b>	<b>Maintenance and License Agreement</b>
<b>Scheels 101 Jordan Creek Parkway, #4000 West Des Moines, IA 50266</b>	<b>Maintenance and License Agreement</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE G - EXECUTORY CONTRACTS AND UNEXPIRED LEASES**

(Continuation Sheet)

Name and Mailing Address, Including Zip Code, of Other Parties to Lease or Contract	Description of Contract or Lease and Nature of Debtor's Interest. State whether lease is for nonresidential real property. State contract number of any government contract.
<b>Scheels Village Pointe 17202 Davenport Street Omaha, NE 68118</b>	<b>Maintenance and License Agreement</b>
<b>Scheels River Hills Mall 1850 Adams Street, Suite 6 Mankato, MN 56001</b>	<b>Maintenance and License Agreement</b>
<b>Vacationland Family Fun Park Vacationland Family Enterprises 17568 Highway 371 Brainerd, MN 56401</b>	<b>Maintenance and License Agreement</b>
<b>Wing Warehouse 2215 East Waterloo Road Akron, OH 44312</b>	<b>Revenue Sharing Agreement</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE H - CODEBTORS**

Provide the information requested concerning any person or entity, other than a spouse in a joint case, that is also liable on any debts listed by debtor in the schedules of creditors. Include all guarantors and co-signers. If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within the eight year period immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state, commonwealth, or territory. Include all names used by the nondebtor spouse during the eight years immediately preceding the commencement of this case. If a minor child is a codebtor or a creditor, state the child's initials and the name and address of the child's parent or guardian, such as "A.B., a minor child, by John Doe, guardian." Do not disclose the child's name. See, 11 U.S.C. §112 and Fed. R. Bankr. P. 1007(m).

☐ Check this box if debtor has no codebtors.

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Phillip Anderson Minor 537 Bentley Road Sugar Grove, NC 28679</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>O. Howard Davidsmeyer 5159 Riverwood Avenue Sarasota, FL 34231</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Tommy Joe Hampton, Jr. 130 Crestmoor Drive Boone, NC 28607</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Anna Lee Hampton 265 Turbo Drive Boone, NC 28607</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Ogden M. Hampton P.O. Box 1726 Boone, NC 28607</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Tommy Joe Hampton, Sr. 265 Turbo Drive Boone, NC 28607</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Nancy L. Leahy 1707 North 70th Street Milwaukee, WI 53213</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Lawrence M. Lux 5069 Kingswood Drive Carmel, IN 46033</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Philip Anderson Minor 537 Bentley Road Sugar Grove, NC 28679</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE H - CODEBTORS**

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Lawrence Wilson 1225 Blowing Rock Road Boone, NC 28607</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Ropart Asset Management Fund, LLC 1 East Weaver Greenwich, CT 06831-5113</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>William R. Donaldson 1530 Woodlake Court Carmel, IN 46032</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Steve Eisenberg 145 West 67th Street, Apt. 39C New York, NY 10023</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>David Eisenberg 88 Deep Wood Road Bedford, NY 10506</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Peter Kross c/o Leonard &amp; Company 77 Kercheval Avenue Grosse Pointe, MI 48236</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Jean Hieber 314 Cambridge Avenue Garden City, NY 11530</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Jennifer Hieber 314 Cambridge Avenue Garden City, NY 11530</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Harvey Jacobson 400 7th Street, NW Washington, DC 20004</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Christina Hieber 1316 Titania Lane Mc Lean, VA 22102</b>

In re **Perfect Line, Inc.**

Case No. \_\_\_\_\_

Debtor

**SCHEDULE H - CODEBTORS**

(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Michael Duboff 1775 New York Avenue, Apt. 30B New York, NY 10128</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>William Behrens 44 Gramercy Park North Apt. 13C New York, NY 10013</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>David Eisenberg 88 Deep Wood Road Bedford, NY 10506</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Steve Eisenberg 145 West 67th Street, Apt. 39C New York, NY 10023</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Peter Kross c/o Leonard &amp; Company 77 Kercheval Avenue Grosse Pointe, MI 48236</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Jennifer Hieber 314 Cambridge Avenue Garden City, NY 11530</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Jean Hieber 314 Cambridge Avenue Garden City, NY 11530</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Harvey Jacobson 400 7th Street, NW Washington, DC 20004</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Christina Hieber 1316 Titania Lane Mc Lean, VA 22102</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Michael Duboff 1775 New York Avenue, Apt. 30B New York, NY 10028</b>

In re Perfect Line, Inc. Case No. \_\_\_\_\_  
Debtor

**SCHEDULE H - CODEBTORS**  
(Continuation Sheet)

NAME AND ADDRESS OF CODEBTOR	NAME AND ADDRESS OF CREDITOR
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Knight Family Trust Attn: Gary Knight 48880 Eisenhower Drive La Quinta, CA 92253</b>
<b>Interactive Motorsports and Entertainment Cop. 8910 Purdue Road, Suite 480 Indianapolis, IN 46268</b>	<b>Peter S. Rawlings 1610 Old Gulph Road Villanova, PA 19085</b>

B6 Declaration (Official Form 6 - Declaration). (12/07)

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**

Debtor(s)

Case No.  
Chapter

**11**

**DECLARATION CONCERNING DEBTOR'S SCHEDULES**

DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP

I, the Chief Executive Officer of the corporation named as debtor in this case, declare under penalty of perjury that I have read the foregoing summary and schedules, consisting of **50** sheets, and that they are true and correct to the best of my knowledge, information, and belief.

Date **February 24, 2010**

Signature **/s/ William R. Donaldson**  
**William R. Donaldson**  
**Chief Executive Officer**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
18 U.S.C. §§ 152 and 3571.

**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**

Debtor(s)

Case No.

Chapter

**11**

**DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)**

1. Pursuant to 11 U.S.C. § 329(a) and Bankruptcy Rule 2016(b), I certify that I am the attorney for the above-named debtor and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

For legal services, I have agreed to accept .....	\$	<u><b>20,000.00</b></u>
Prior to the filing of this statement I have received .....	\$	<u><b>0.00</b></u>
Balance Due .....	\$	<u><b>20,000.00</b></u>

2. \$ **1,039.00** of the filing fee has been paid.
3. The source of the compensation paid to me was:  
☒ Debtor      ☐ Other (specify):
4. The source of compensation to be paid to me is:  
☒ Debtor      ☐ Other (specify):
5. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.  
☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.
6. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:
- Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
  - Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
  - Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
  - [Other provisions as needed]
7. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

**CERTIFICATION**

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Dated: February 24, 2010/s/ Gary Lynn Hostetler

**Gary Lynn Hostetler**  
**HOSTETLER & KOWALIK, P.C.**  
**101 West Ohio Street**  
**Suite 2100**  
**Indianapolis, IN 46204**  
**317-262-1001 Fax: 317-262-1010**



**United States Bankruptcy Court**  
**Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**,  
 Debtor

Case No. \_\_\_\_\_

Chapter **11**

**LIST OF EQUITY SECURITY HOLDERS**

Following is the list of the Debtor's equity security holders which is prepared in accordance with Rule 1007(a)(3) for filing in this chapter 11 case.

Name and last known address or place of business of holder	Security Class	Number of Securities	Kind of Interest
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**None**

**DECLARATION UNDER PENALTY OF PERJURY ON BEHALF OF CORPORATION OR PARTNERSHIP**

I, the Chief Executive Officer of the corporation named as the debtor in this case, declare under penalty of perjury that I have read the foregoing List of Equity Security Holders and that it is true and correct to the best of my information and belief.

Date **February 24, 2010**

Signature **/s/ William R. Donaldson**  
**William R. Donaldson**  
**Chief Executive Officer**

*Penalty for making a false statement or concealing property:* Fine of up to \$500,000 or imprisonment for up to 5 years or both.  
 18 U.S.C §§ 152 and 3571.

Ace-Air, Inc.  
6033 West 80th Street  
Indianapolis, IN 46278

Bass Pro Shops  
951 East Lewis & Clark Parkway  
Clarksville, IN 47129

Bose McKinney & Evans  
111 Monument Circle  
Suite 2700  
Indianapolis, IN 46204

Cary Agajanian  
c/o Agajanian & McFall  
346 North Larchmont Boulevard  
Los Angeles, CA 90040-3012

Bass Pro Store  
17907 IH-10 West  
San Antonio, TX 78257

K. H. Bowers  
12135 Thicket Hill Circle  
Carmel, IN 46033

Allied Electronics  
P.O. Box 2325  
Fort Worth, TX 76113

Bass Pro Store  
1133 Dodson Road  
Mesa, AZ 85201

Buckeye Power Sales Co., Inc.  
1229 Indy Place  
Indianapolis, IN 46214

American Express  
P.O. Box 360001  
Fort Lauderdale, FL 33336

Bass Pro Store  
7777 Victoria Gardens Lane  
Rancho Cucamonga, CA 91739

Cabarrus County Tax Collector  
P.O. Box 580347  
Charlotte, NC 28258

Ameripak  
P.O. Box 695  
Zionsville, IN 46077

Bass Pro Store  
11550 Lakeridge Parkway  
Ashland, VA 23005

George Cacoulidis  
590 Madison Avenue  
21st Floor  
New York, NY 10022

Ameripride Services  
700 Industrial Boulevard  
Minneapolis, MN 55413

Bass Pro Store  
271 Rex Lake Road  
Leeds, AL 35094

Michael Caudle  
3985 Highway 40 South  
Harrisburg, NC 28075

Barnes & Thornburg  
11 South Meridian Street  
Indianapolis, IN 46204-3535

William Behrens  
44 Gramercy Park North  
Apt. 13C  
New York, NY 10013

City of Concord Tax Collector  
P.O. Box 580473  
Charlotte, NC 28258

Bass Pro Shop  
1935 South Campbell  
Springfield, MO 65807

Bert Lumpkin  
c/o North Carolina Department of Labor  
1101 Mail Service Center  
NC 27669-1101

Covad Communications  
Department 33408  
P.O. Box 39000  
San Francisco, CA 94139

Bass Pro Shop  
I-12 and Range Avenue  
175 Bass Pro Drive  
Denham Springs, LA 70726

Blakeway Worldwide Panoramas  
12913 Pioneer Trail  
Eden Prairie, MN 55347

CT  
P.O. Box 4349  
Carol Stream, IL 60197-4349

Bass Pro Shops  
3501 Paxton Street  
Harrisburg, PA 17111

Blue Real Estate  
c/o Landman & Beatty  
151 North Delaware Street  
Indianapolis, IN 46244

CT Corporation Sytems  
P.O. Box 4349  
Carol Stream, IL 60197-4349

D & A Engineering  
13495 Monterey Road  
San Martin, CA 95046

William R. Donaldson  
1530 Woodlake Court  
Carmel, IN 46032

Federal Express  
P.O. Box 94515  
Palatine, IL 60094-4515

Dale Earnhardt, Inc.  
1675 Coddle Creek Road  
 Mooresville, NC 28115

Dreamworld  
Dreamworld Parkway  
Coomera  
Queensland, Australia 4209

Forumula K Family Fun Park  
P.O. Box 220  
54358 North Main Street  
Mattawan, MI 49071

O. Howard Davidsmeyer  
5159 Riverwood Avenue  
Sarasota, FL 34231

Michael Duboff  
1775 New York Avenue, Apt. 30B  
New York, NY 10128

Franchise Tax Board-State of Californ  
P.O. Box 942847  
Sacramento, CA 94257

DCA-Exhibit Enterprises (for Dodge)  
1400 SOuth LIvernois Road  
Rochester, MI 48307

Michael Duboff  
1775 New York Avenue, Apt. 30B  
New York, NY 10028

Freightquote.com  
1495 Paysphere Circle  
Chicago, IL 60674

DCB-Exhibit Enterprises (for Dodge)  
1400 SOuth Livernois Road  
Rochester, MI 48307

Dugan Realty  
75 Remittance Drive  
Chicago, IL 60675

Full Speed Race and Golf  
5720 West Highway 192  
Kissimmee, FL 34746

The Dealey Group  
Attention: Percentage Advertising  
5944 Luther Lane, Suite 800  
Dallas, TX 75225

Wayne Eells  
103 East Bloomfield Lane  
Westfield, IN 46074

Fun City  
3001 Winegard Drive  
Burlington, IA 52601

Delivra  
3755 East 82nd Street  
Suite 105  
Indianapolis, IN 46240

David Eisenberg  
88 Deep Wood Road  
Bedford, NY 10506

George P. Johnson & Co.  
3600 Giddings Road  
Auburn Hills, MI 48326

Dell Financial Services  
P.O. Box 5275  
Carol Stream, IL 60197

Steve Eisenberg  
145 West 67th Street, Apt. 39C  
New York, NY 10023

Georgia Department of Revenue  
P.O. Box 105499  
Atlanta, GA 30348

DGI, Inc.  
8910 Purdue Road  
Suite 480  
Indianapolis, IN 46268

Elan Motorsports Technologies, Inc.  
1394 Broadway Ave.  
Braselton, GA 30517

Jay L. Gischer  
943 San Rafael Avenue  
Mountain View, CA 94043

Dolphin Direct Equity Partners  
c/o Hughes Hubbard & Reed, LLP  
One Battery Park Plaza  
New York, NY 10004-1482

Fastenal  
P.O. Box 987  
Winona, MN 55987-0987

Global VR, Inc.  
2350 Zanker Road  
San Jose, CA 95131

Green Light Collectibles  
2605 East 55th Place  
Indianapolis, IN 46220

Mark Horton  
5259 Pit Road South  
Concord, NC 28027

Jillian's Indianapolis  
141 South Meridian Street  
Indianapolis, IN 46225

Anna Lee Hampton  
265 Turbo Drive  
Boone, NC 28607

Ideation Design Group  
3040 North 44th Street  
Suite 2  
Phoenix, AZ 85018

JRM Licensing  
349 Cayuga Drive  
Mooresville, NC 28117

Tommy Joe Hampton, Jr.  
130 Crestmoor Drive  
Boone, NC 28607

IET Soliders Recreation Center  
B Street Building 25722  
Augusta, GA 30905

Key West Speedway  
218 Whitehead Street  
Bay 5 & 6  
Key West, FL 33040

Ogden M. Hampton  
P.O. Box 1726  
Boone, NC 28607

Incredible Pizza  
5833 Northwest Expressway  
Oklahoma City, OK 73132

Kinco Mercado  
7060 Koll Center Parkway  
Suite 334  
Pleasanton, CA 94566

Tommy Joe Hampton, Sr.  
265 Turbo Drive  
Boone, NC 28607

Incredible Pizza  
1201 Airport Freeway  
SUite 400  
Euless, TX 76040

Knight Family Trust  
Attn: Gary Knight  
48880 Eisenhower Drive  
La Quinta, CA 92253

Christina Hieber  
1316 Titania Lane  
Mc Lean, VA 22102

Indianapolis Motor Speedway  
Attention: Accounting Department  
P.O. Box 24548  
Indianapolis, IN 46224

Peter Kross  
c/o Leonard & Company  
77 Kercheval Avenue  
Grosse Pointe, MI 48236

Jean Hieber  
314 Cambridge Avenue  
Garden City, NY 11530

Interactive Motorsports and  
Entertainment Cop.  
8910 Purdue Road, Suite 480  
Indianapolis, IN 46268

Phil Langholz  
1861 Ambassador Court  
Indianapolis, IN 46214

Jennifer Hieber  
314 Cambridge Avenue  
Garden City, NY 11530

Harvey Jacobson  
400 7th Street, NW  
Washington, DC 20004

Nancy L. Leahy  
1707 North 70th Street  
Milwaukee, WI 53213

HJ & Associates  
50 West Broadway  
Suite 600  
Salt Lake City, UT 84101

Adam Janovic  
c/o Ingalls & Snyder  
61 Broadway  
New York, NY 10006

Licensing Partners International, LLC  
209 Interstate North Circle  
Suite 200  
Atlanta, GA 30339

Hoover Mall Limited LLC  
c/o Stephen A. Walsh  
2100 3rd Avenue North, Suite 1100  
Birmingham, AL 35203

Jeff Hamilton Collection, Inc.  
2340 Olympic Boulevard  
Los Angeles, CA 90021

Lincoln Storage  
146 Lincoln Avenue  
Albany, NY 12205

Liquid Development, LLC  
411 SW 2nd Avenue  
Suite 300  
Portland, OR 97204

Michigan Department of Treasury  
Department of 77569  
P.O. Box 77000  
Detroit, MI 48277

NASCAR Silicon Motor Speedway  
Mall of America  
352 South Avenue  
Minneapolis, MN 55425

Loomis  
Department CH 10500  
Palatine, IL 60055-0500

Minnesota Dept. of Revenue  
P.O. Box 64622  
Saint Paul, MN 55164-0622

NASCAR Speed Park  
1545 Parkway  
Sevierville, TN 37862

Lumasis  
P.O. Box 401  
Zionsville, IN 46077

Philip Anderson Minor  
537 Bentley Road  
Sugar Grove, NC 28679

NASCAR SpeedPark  
1820 21st Avenue North Ext.  
Myrtle Beach, SC 29577

Bert Lumpkin  
503 West Kirk Street  
China Grove, NC 28023

Phillip Anderson Minor  
537 Bentley Road  
Sugar Grove, NC 28679

NASCAR SpeedPark  
8461-G1 Concord Mills Boulevard  
Concord, NC 28027

Lawrence M. Lux  
5069 Kingswood Drive  
Carmel, IN 46033

Miramar Speed Circuit  
8123 Miralani Drive  
San Diego, CA 92126

NASCAR SpeekPark  
Vaughan Mills Mall Space ES  
1 Bass Pro Mills Drive  
Vaughan Ontario CANADA L4K 5W4

Mall of America  
352 South Avenue  
Minneapolis, MN 55425

MOAC Mall Holdings  
P.O. Box 1450  
Minneapolis, MN 55485

New York State Dept. Taxation  
Processing Unit  
P.O. Box 22094  
Albany, NY 12201

MB2 Raceway  
13943 Balboa Boulevard  
Sylmar, CA 91342

MOAC Mall Holdings, LLC  
P.O. Box 1450  
Minneapolis, MN 55485

Norta Cables, Inc.  
570 Gibraltar Drive  
Milpitas, CA 95035

MBFARR, LLC  
93 Mt. Hamilton Road  
Mount Hamilton, CA 95140

Rick Moncrief  
93 Mt. Hamilton Road  
Mount Hamilton, CA 95140

Office Depot  
P.O. Box 8020  
Des Moines, IA 50368-9020

MBNA  
P.O. Box 15731  
Wilmington, DE 19886

NASCAR  
P.O. Box 2875  
Daytona Beach, FL 32120-2875

Office Scape  
1330 Win Henschel Boulevard  
Suite 200  
West Lafayette, IN 47906

Metal Supermarkets of Santa Cl  
2301 Industrial Parkway West  
Unit 4  
Hayward, CA 94545

NASCAR  
c/o Wohlsifer & Associates, P.A.  
1100 East Park Avenue, Suite B  
Tallahassee, FL 32301

Park 100 Management Company  
P.O. Box 44237  
Indianapolis, IN 46244

Park 100 Management Company  
c/o Blue Real Estate  
Indianapolis, IN 46244

Ramada Inn  
5000 Merle Hay Road  
Urbandale, IA 50322

Scheels  
101 Jordan Creek Parkway, #4000  
West Des Moines, IA 50266

Patsy Schultz  
Fort Bend Tax Assessor Collector  
1317 East Eugene Heimann Circle  
Richmond, TX 77469

Peter S. Rawlings  
1610 Old Gulph Road  
Villanova, PA 19085

Scheels  
Village Pointe  
17202 Davenport Street  
Omaha, NE 68118

Paxton Van Lines of North Carolina-1614  
511 Johnson Road  
Charlotte, NC 28206

Red Bull Racing  
Attention: Licensing Manager  
136 Knob Hill Road  
Mooresville, NC 28117

Scheels  
River Hills Mall  
1850 Adams Street, Suite 6  
Mankato, MN 56001

PCM-Fitch/Fitch, INC.  
P.O. Box 99969  
Chicago, IL 60696-7769

Redline Sports Marketing, Inc.  
13415 Reese Boulevard  
Huntersville, NC 28078

Sinda Schirra  
3005 Foxpoint Road  
Burnsville, MN 55337

Penske Racing South, Inc.  
P.O. Box 500  
200 Penske Way  
Mooresville, NC 28115

Register and Transfer Co.  
10 Commerce Drive  
Cranford, NJ 07016-3752

Simon Property Group  
225 West Washington Street  
Indianapolis, IN 46204

Pitney Bowes  
P.O. Box 856390  
Louisville, KY 40285-6390

Reliable Carriers, Inc.  
453 Thorpe Road  
Orlando, FL 32824

Sonaurai, LLC  
4946 Anna Drive  
San Jose, CA 95124

Max C. Pope, Jr.  
1929 Third Avenue  
Suite 750  
Birmingham, AL 35203

Ropart Asset Management Fund, LLC  
1 East Weaver  
Greenwich, CT 06831-5113

Stor-Rite Self Storage  
6321 Spencer Highway  
Pasadena, TX 77505

Prime Time Family Entertainment Center  
4541 Loop 332  
Abilene, TX 79602

Roush Racing  
4600 Roush Place  
Concord, NC 28027

StorageOne  
2101 Rock Springs Drive  
Las Vegas, NV 89128

Public Storage  
4305 West 86th Street  
Indianapolis, IN 46268

Scheels  
1200 Scheels Drive  
Sparks, NV 89434

Tabco  
P.O. Box 3400  
Terre Haute, IN 47803-0400

Race Car Simulation Corp.  
c/o Hughes Hubbard & Reed, LLP  
One Battery Park Plaza  
New York, NY 10004-1482

Scheels  
1551 45th Street SW  
Fargo, ND 58108

TelSpan  
101 West Washington Street  
Suite 1200 East  
Indianapolis, IN 46204-3413

Tennessee Dept. of Revenue  
State Office Building  
500 Deaderick Street  
Nashville, TN 37242

Vacationland Family Fun Park  
Vacationland Family Enterprises  
17568 Highway 371  
Brainerd, MN 56401

TigerDirect.com  
7795 West Flagler  
Miami, FL 33144

Rich Wheeler  
4203 Flintlock Lane  
Westlake Village, CA 91361

Uncle Bob's Self Storage #310  
450 West Washington  
Florissant, MO 63031

Lawrence Wilson  
1225 Blowing Rock Road  
Boone, NC 28607

United Parcel Service  
P.O. Box 505820  
The Lakes, NV 88905-5820

Wincraft, Inc.  
P.O. Box 86  
Minneapolis, MN 55486-1806

United Parcel Service  
Lockbox 577  
Carol Stream, IL 60132-0577

Windstream Concord Telephone  
P.O. Box 9001908  
Louisville, KY 40290

Universal Studios, LLC  
100 Universal City Plaza  
Universal City, CA 91608

Wing Warehouse  
2215 East Waterloo Road  
Akron, OH 44312

Universal Studios, LLC  
c/o Spiwak & Iezza, LLP  
2660 Townsgate Road, Suite 530  
Westlake Village, CA 91361

Yellow Pages, Inc.  
P.O. Box 60006  
Anaheim, CA 92812-6006

Universal Studios, LLC  
c/o Bryan P. Cogswell  
P.O. Box 1030  
Bloomington, IN 47402-1030

US Digital  
1400 NE 136th Avenue  
Vancouver, WA 98684

Utah State Tax Commission  
210 North 1950 West  
Salt Lake City, UT 84134

**United States Bankruptcy Court  
Southern District of Indiana, Indianapolis Division**

In re **Perfect Line, Inc.**

Debtor(s)

Case No.  
Chapter

**11**

**CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)**

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **Perfect Line, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

☒ None [*Check if applicable*]

**February 24, 2010**

Date

**/s/ Gary Lynn Hostetler**

**Gary Lynn Hostetler**

Signature of Attorney or Litigant

Counsel for **Perfect Line, Inc.**

**HOSTETLER & KOWALIK, P.C.**

**101 West Ohio Street**

**Suite 2100**

**Indianapolis, IN 46204**

**317-262-1001 Fax:317-262-1010**